

002

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 3

APPLICATION FOR PERMIT TO DRILL

5. MINERAL LEASE NO: **ML-22049** 6. SURFACE: **STATE**

1A. TYPE OF WORK: ☒ **DRILL** ☐ **REENTER** ☐ **DEEPEN**

7. IF INDIAN, ALLOTTEE OR TRIBE NAME

N/A

B. TYPE OF WELL ☐ **OIL** ☒ **GAS** OTHER _____ ☐ **SINGLE ZONE** ☐ **MULTIPLE ZONE**

8. UNIT or CA AGREEMENT NAME:

N/A

2. NAME OF OPERATOR:

SHENANDOAH ENERGY, INC.

9. WELL NAME and NUMBER:

OU GB 4W-16-8-22

3. ADDRESS OF OPERATOR:

11002 E 17500 S CITY **VERNAL** STATE **UT** ZIP **84078**

PHONE NUMBER:

435-781-43341

10. FIELD

White River (Field)

4. LOCATION OF WELL (FOOTAGES)

AT SURFACE: **NWNW, SECTION 16, T8S, R22E, 582' FNL, 851' FWL**

11. QTR/QTR, SECTION, TOWNSHIP, RANGE,

MERIDIAN:

NWNW SEC. 16 T8S R22E

AT PROPOSED PRODUCING ZONE:

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: **4442993 Y 40.12881**
12 MILES FROM REDWASH, UTAH **631950 Y -109.45135**

12. COUNTY:

UINTAH

13. STATE:

UTAH

15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE(FEET)

582' +/-

16. NUMBER OF ACRES IN LEASE:

1920

17. NUMBER OF ACRES ASSIGNED TO THIS WELL:

40

18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET)

1000' +/-

19. PROPOSED DEPTH

7850

20. BOND DESCRIPTION:

04127294

21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.):

4736' GR

22. APPROXIMATE DATE WORK WILL START:

ASAP

23. ESTIMATED DURATION:

10 DAYS

24

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT			SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
12 1/4"	9 5/8"	K-55	36 lb/ft (new)	450'	Premium Plus single slurry mixed to 15.6 ppg, yield =1.18 cf/sx
7 7/8"	4 1/2"	J-55	LTC 11.6 lb/ft (new)	7850'	Tail/Extended calss G + gilsonite and additives as required, mixed to 14.35 ppg, yield = 1.25 cf/sx. Fill to 300 above top of
					Lower Wasatch Lead/Extended, Lite, Hi-fill + extender mixed to 11.0 ppg, yield = 3.81 cf/sx

25

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

☐ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER☐ COMPLETE DRILLING PLAN☐ EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER☐ FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNAME (PLEASE PRINT) John Busch JOHN BUSCH TITLE CONSTRUCTION SUPERVISOR

SIGNATURE _____ DATE _____

(This space for State use only)

API NUMBER ASSIGNED: 43-047-34598 APPROVAL: _____

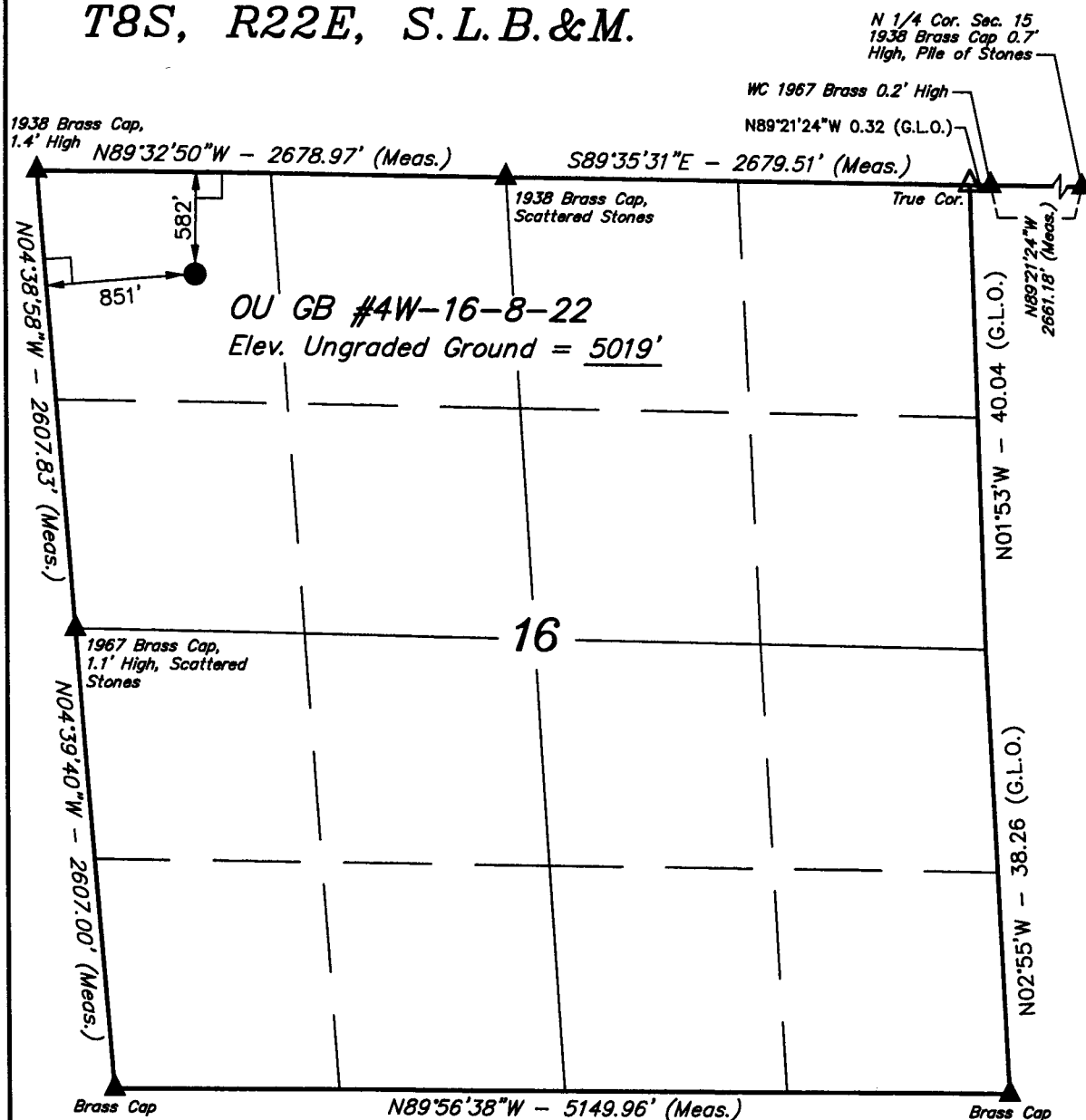
(11/2001)

(See Instruction on Reverse Side)

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 07-02-2002By: [Signature]**RECEIVED****MAY 30 2002****DIVISION OF**
OIL, GAS AND MINING

T8S, R22E, S.L.B.&M.



LEGEND:

- └─ = 90° SYMBOL
 - = PROPOSED WELL HEAD.
 - ▲ = SECTION CORNERS LOCATED.
 - △ = SECTION CORNERS COMPUTED FROM G.L.O. (Not Set on Ground)
- (NAD 83)
- LATITUDE = 40°07'43.58" (40.128772)
- LONGITUDE = 109°27'06.64" (109.451844)

SHENANDOAH ENERGY, INC.

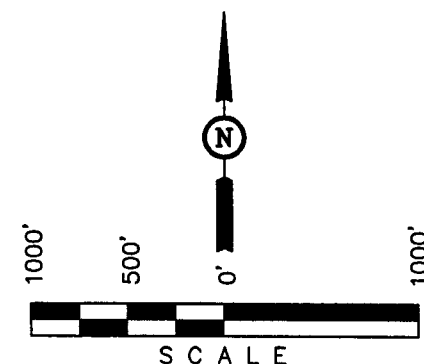
Well location, OU GB #4W-16-8-22, located as shown in the NW 1/4 NW 1/4 of Section 16, T8S, R22E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (20 EAM) LOCATED IN THE SE 1/4 OF SECTION 35, T8S, R21E, S.L.B.&M. TAKEN FROM THE OURAY SE QUADRANGLE, UTAH, UTAH COUNTY 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4697 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Robert L. Ray

REGISTERED LAND SURVEYOR

REGISTRATION NO. 161319

STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING

85 SOUTH 200 EAST - VERNAL, UTAH 84078

(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 5-20-02	DATE DRAWN: 5-21-02
PARTY D.A. J.A. C.G.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE SHENANDOAH ENERGY, INC.	

DRILLING PROGRAM

All lease and/or unit operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas No. 1, and the approved plan of operations. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished the field representative to insure compliance.

1. Formation Tops

The estimated tops of important geologic markers are as follows:

<u>Formation</u>	<u>Depth</u>	<u>Prod. Phase Anticipated</u>
Uinta	Surface	
Green River	2684'	
Mahogany Ledge	3639'	
Wasatch	6149'	
TD (Wasatch)	7850'	

2. Anticipated Depths of Oil Gas Water and Other Mineral Bearing Zones

The estimated depths at which the top and bottom of the anticipated water, oil, gas, or other mineral bearing formations are expected to be encountered are as follows:

<u>Substance</u>	<u>Formation</u>	<u>Depth</u>
Oil/Gas	Wasatch	7850'

All fresh water and prospectively valuable minerals encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.

All water shows and water-bearing sands will be reported to the State of Utah form OGC-8-X is acceptable. If no flows are detected, samples will be submitted to the BLM along with any water analyses conducted. Fresh water will be obtained from Wonsits Valley water right #36125 or where possible a fresh water line (poly pipe) will be laid in the access road to each location to supply fresh water for drilling purposes.

DRILLING PROGRAM

3. Surface Ownership

The well pad and access road are located on lands owned by the State of Utah.

4. Operator's Specification for Pressure Control Equipment:

- A. 3,000 psi W.P. Double Gate BOP or Single Gate BOP (schematic attached)
- B. Functional test daily
- C. All casing strings shall be pressure tested (0.2 psi/foot or 1500 psi, whichever is greater) prior to drilling the plug after cementing; test pressure shall not exceed the internal yield pressure of the casing.
- D. Ram type preventers and associated equipment shall be tested to approved stack working pressure if isolated by test plug or to 70 percent of internal yield pressure of casing whichever is less. Tests shall be done at the time of installation, prior to drilling out and weekly. All tests shall be for a period of 15 minutes

5. Casing Program

	<u>Depth</u>	<u>Hole Size</u>	<u>Csg Size</u>	<u>Type</u>	<u>Weight</u>
Surface	450'	12-1/4"	9-5/8"	K-55	36lb/ft (new)
Production	7850'	7-7/8"	4-1/2"	J-55	11.6lb/ft (new)

LTC
Per John Busby
6/27/02

6. Auxiliary Equipment

- A. Kelly Cock – yes
- B. Float at the bit – no
- C. Monitoring equipment on the mud system – visually
- D. Full opening safety valve on the rig floor – yes
- E. Rotating Head – yes
- F. The blooie line shall be at least 6" in diameter and extend at least 100' from the well bore into the reserve/blooie pit.
- G. Blooie line ignition shall be provided by a continuous pilot (ignited when drilling below 500').

DRILLING PROGRAM

- H. Compressor shall be tied directly to the blooie line through a manifold.
- I. A mister with a continuous stream of water shall be installed near the end of the blooie lines for dust suppression.

7. Surface hole will be drilled with air, air/mist, foam, or mud depending on hole conditions. Drilling below surface casing will be with water based drilling fluids consisting primarily of fresh water, bentonite, lignite, caustic, lime, soda ash and polymers. No chromates will be used. It is not intended to use oil in the mud, however, in the event it is used, oil concentration will be less than 4% by volume. Maximum anticipated mud weight is 9.5 ppg.

No minimum quantity of weight material will be required to be kept on location.

PVT/Flow Show will be used from base of surface casing to TD.

Gas detector will be used from surface casing depth to TD.

8. Testing, logging and coring program

- A. Cores – none anticipated
- B. DST – none anticipated

Logging – Mud logging – 4500 to TD
GR-SP-Induction
Neutron Density
MRI

- C. Formation and Completion Interval: Wasatch interval, final determination of completion will be made by analysis of logs.
Stimulation – Stimulation will be designed for the particular area of interest as encountered.

DRILLING PROGRAM

9. Cementing Program

<u>Casing</u>	<u>Volume</u>	<u>Type & Additives</u>
Surface	257 sx	Premium Plus single slurry mixed to 15.6 ppg, yield = 1.18 cf/sx. Fill to surface with 160 cf (257 sx) calculated. Tail plug used. Allowed to set under pressure
Production	701 sx* Lead 452 sx* Tail	Lead/Tail oilfield type cement circulated in place . Tail slurry: Extended Class "G" + gilsonite and additives as required, mixed to 14.35 ppg, yield = 1.25 cf/sx. Fill to 6350' ($\pm 300'$ above top of Lower Wasatch). Cement Characteristics: Lead slurry: Extended, Lite, Hi-fill + extender and additives as required, mixed to 11.0 ppg, yield = 3.81 cf/sx. Fill to surface. Tail plug used. Allowed to set under pressure.

*Final cement volumes to be calculated from caliper log with an attempt to be made to circulate cement to the surface. A bond log will be run across the zone of interest and across zones as required by the authorized officer to insure protection of natural resources.

10. Anticipated Abnormal Pressures and Temperatures, Other Potential Hazards

No abnormal temperatures or pressures are anticipated. No H₂S has been encountered in or known to exist from previous wells drilled to similar depths in the general area. Maximum anticipated bottom hole pressure equals approximately 3140.0 psi. Maximum anticipated bottom hole temperature is 140° F.

Lessee's or Operator's Representative:

John Busch
Red Wash Operations Rep.
Shenandoah Energy Inc.
11002 East 17500 South
Vernal, Utah 84078
(435) 781-4341

Certification:

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil & Gas Orders, the approved plan of operations, and any applicable Notice to Lessees.

Shenandoah Energy Inc. will be fully responsible for the actions of their subcontractors.

A complete copy of the approved Application for Permit to Drill will be furnished to the field representative(s) to ensure compliance and shall be on location during all construction and drilling operations.

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by Shenandoah Energy Inc. its' contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

John Busch

John Busch
Red Wash Operations Representative

May 23, 2002

Date _____

SHENANDOAH ENERGY INC.

OU GB #4W-16-8-22

LOCATED IN UINTAH COUNTY, UTAH
SECTION 16, T8S, R22E, S.L.B.&M.

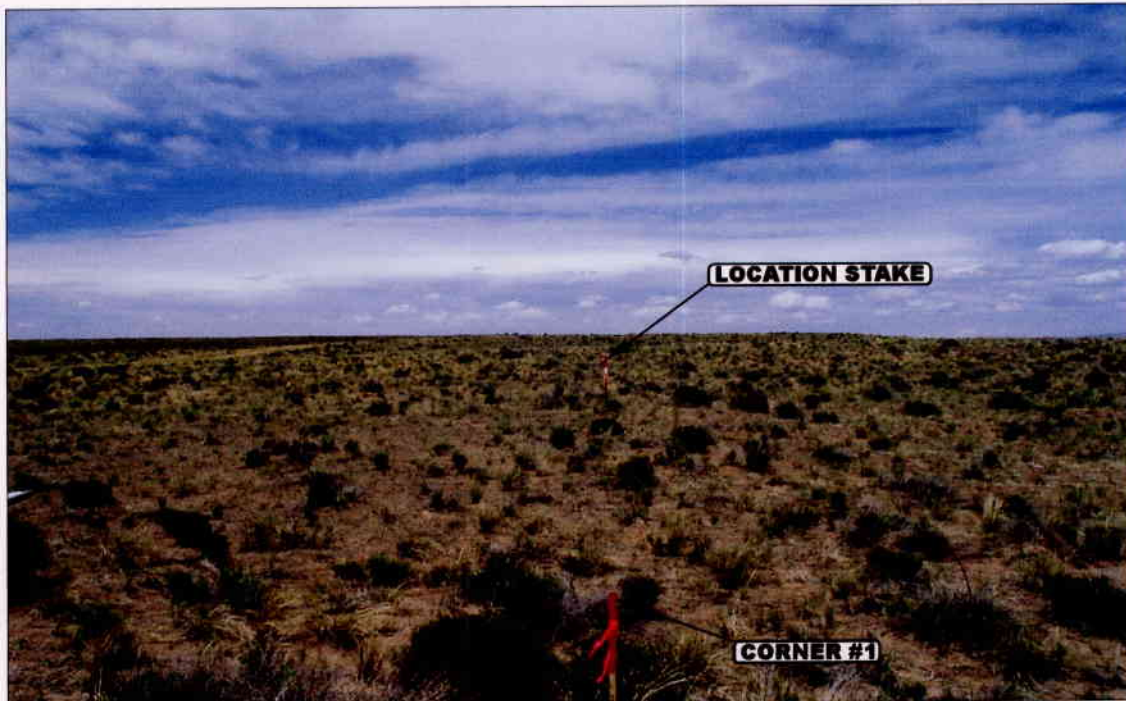


PHOTO: VIEW FROM CORNER #1 TO LOCATION STAKE

CAMERA ANGLE: NORTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: SOUTHEASTERLY



- Since 1964 -

U E L S Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS

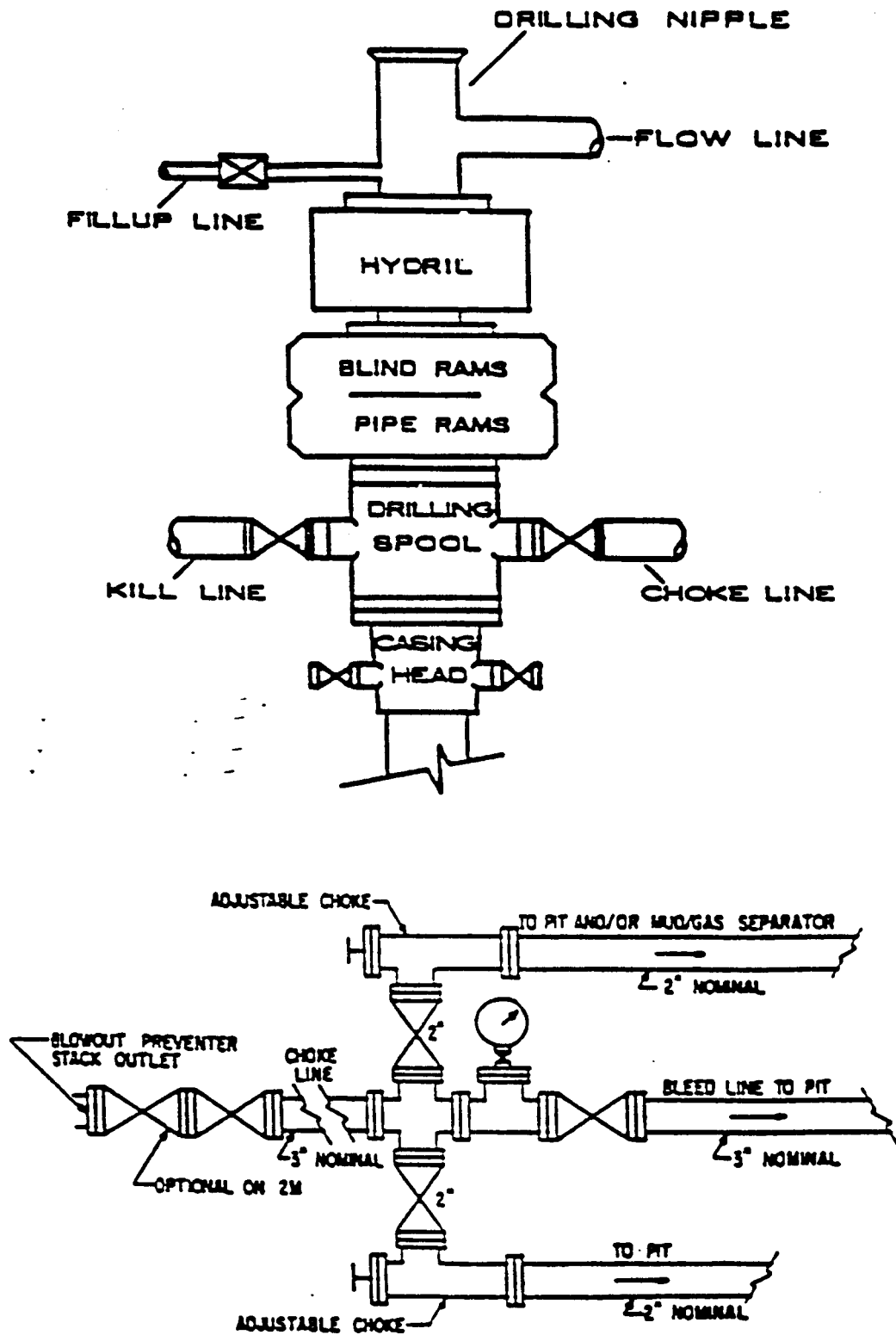
5 **21** **02**
MONTH DAY YEAR

PHOTO

TAKEN BY: D.A. DRAWN BY: K.G. REVISED: 00-00-00

Drilling Program

SCHEMATIC DIAGRAM OF 3,000 PSI BOP STACK

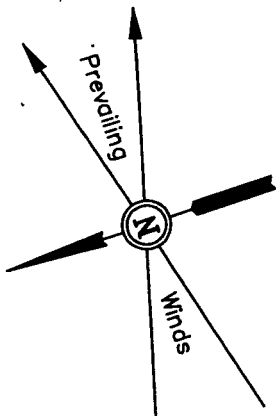


SHENANDOAH ENERGY, INC.

LOCATION LAYOUT FOR

OU GB #4W-16-8-22
SECTION 16, T8S, R22E, S.L.B.&M.
582' FNL 851' FWL

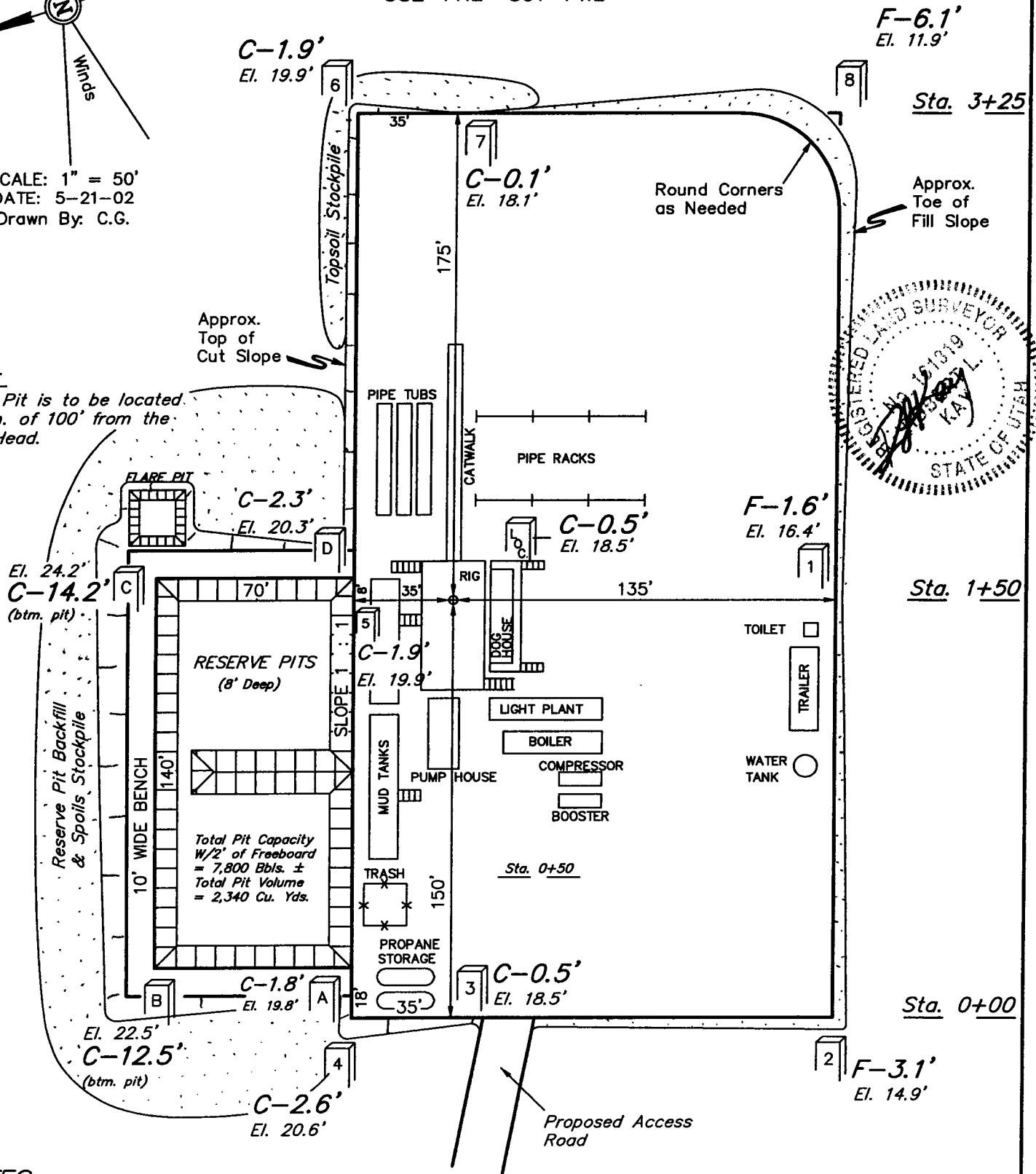
FIGURE #1



SCALE: 1" = 50'
DATE: 5-21-02
Drawn By: C.G.

NOTE:

Flare Pit is to be located a min. of 100' from the Well Head.



NOTES:

Elev. Ungraded Ground At Loc. Stake = 5018.5'
FINISHED GRADE ELEV. AT LOC. STAKE = 5018.0'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

SHENANDOAH ENERGY, INC.

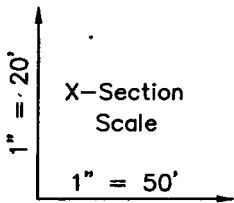
TYPICAL CROSS SECTIONS FOR

OU GB #4W-16-8-22

SECTION 16, T8S, R22E, S.L.B.&M.

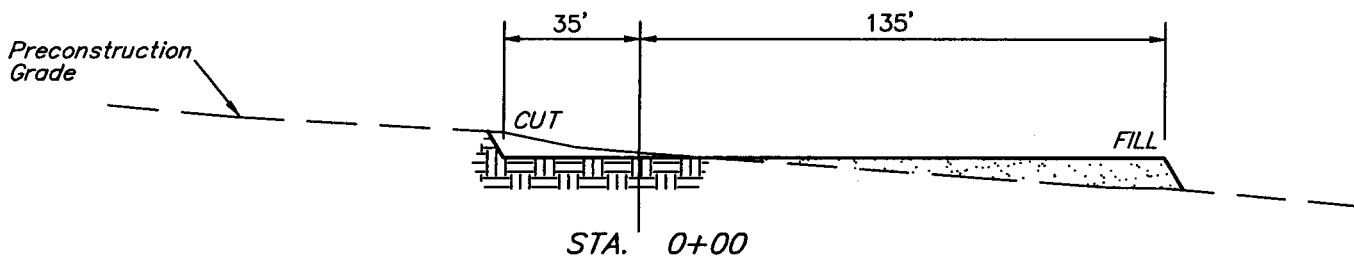
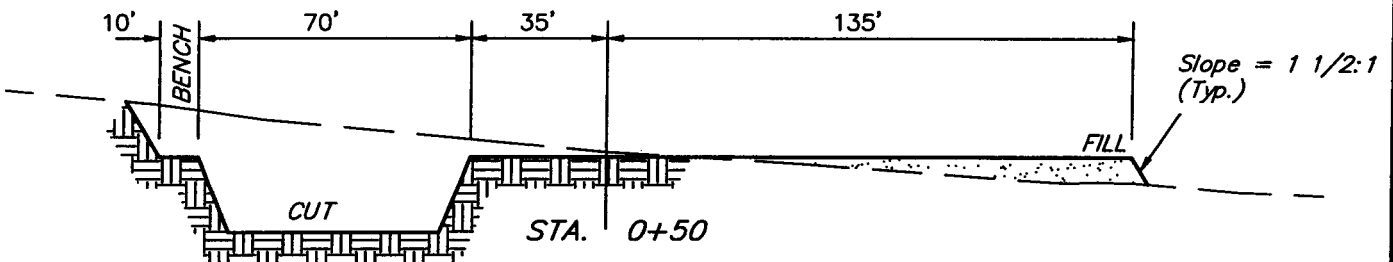
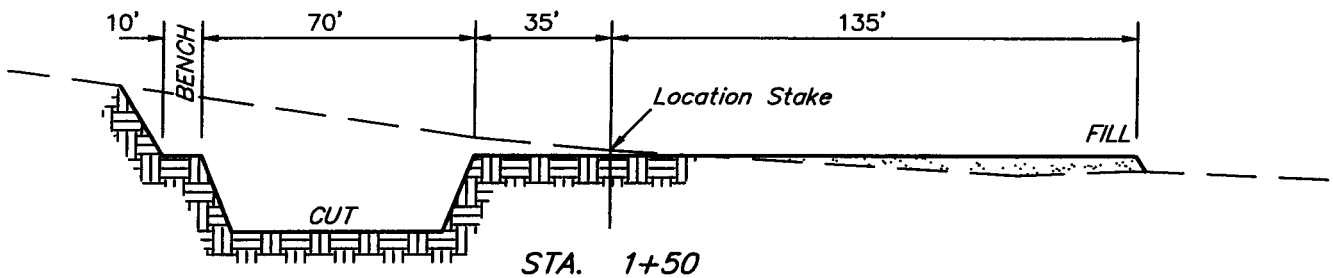
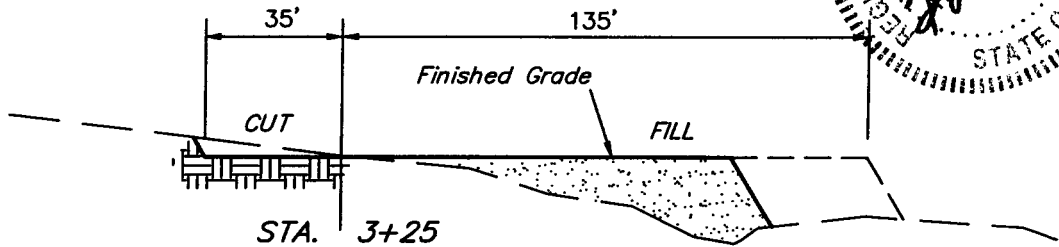
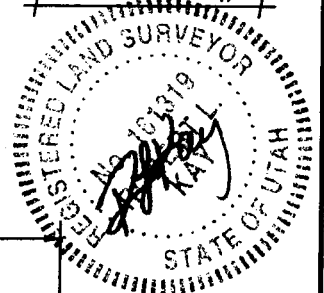
582' FNL 851' FWL

FIGURE #2



DATE: 5-21-02

Drawn By: C.G.



APPROXIMATE YARDAGES

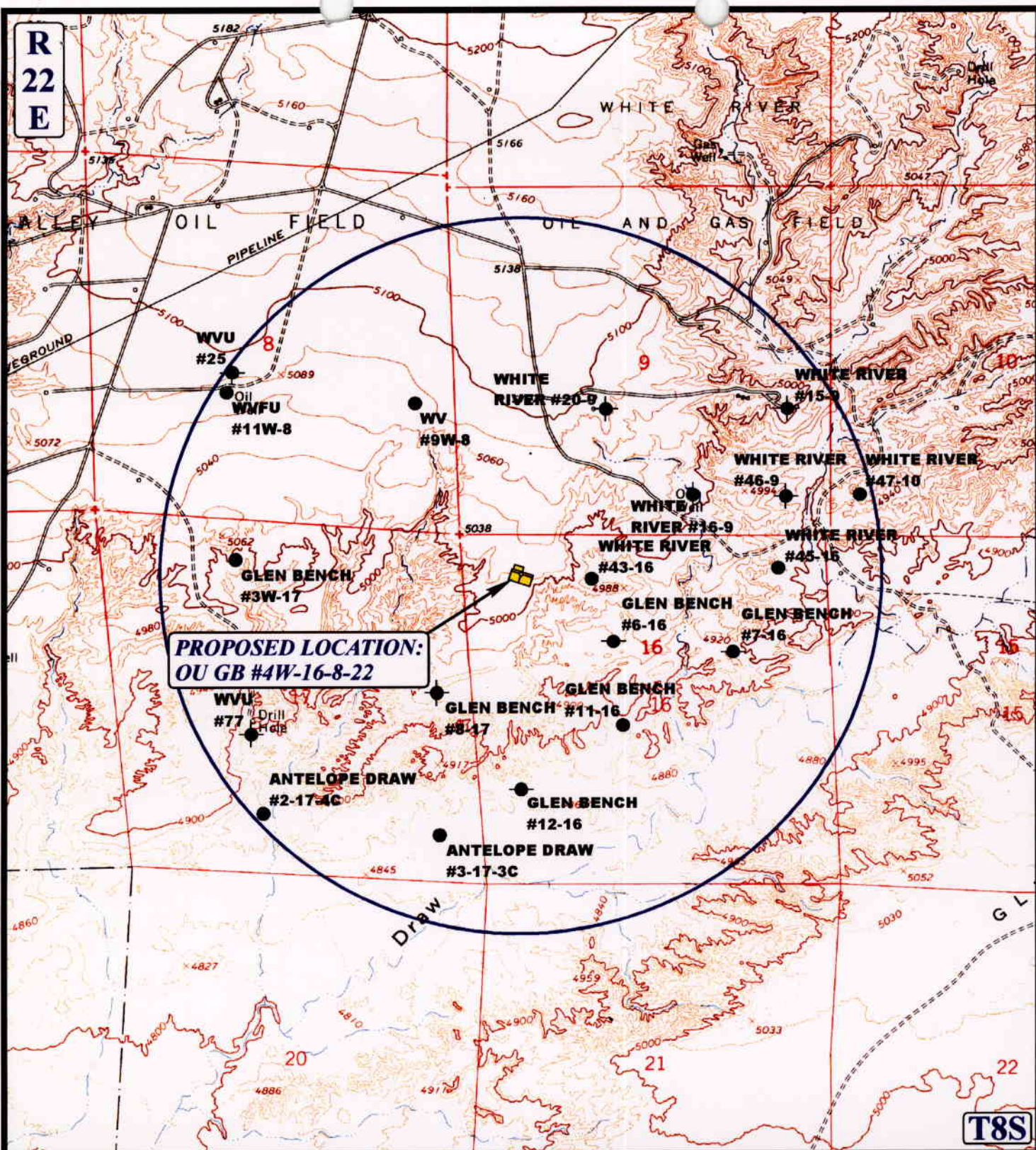
CUT	
(6") Topsoil Stripping	= 1,260 Cu. Yds.
Remaining Location	= 4,480 Cu. Yds.
TOTAL CUT	= 5,740 CU.YDS.
FILL	= 3,150 CU.YDS.

EXCESS MATERIAL AFTER 5% COMPACTION	= 2,430 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 2,430 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

A
TOPIC

**R
22
E**



T8S

LEGEND:

- | | |
|-------------------|-------------------------|
| ○ DISPOSAL WELLS | ● WATER WELLS |
| ● PRODUCING WELLS | ● ABANDONED WELLS |
| ● SHUT IN WELLS | ● TEMPORARILY ABANDONED |



SHENANDOAH ENERGY, INC.

OU GB #4W-16-8-22
SECTION 16, T8S, R22E, S.L.B.&M.
582' FNL 851' FWL



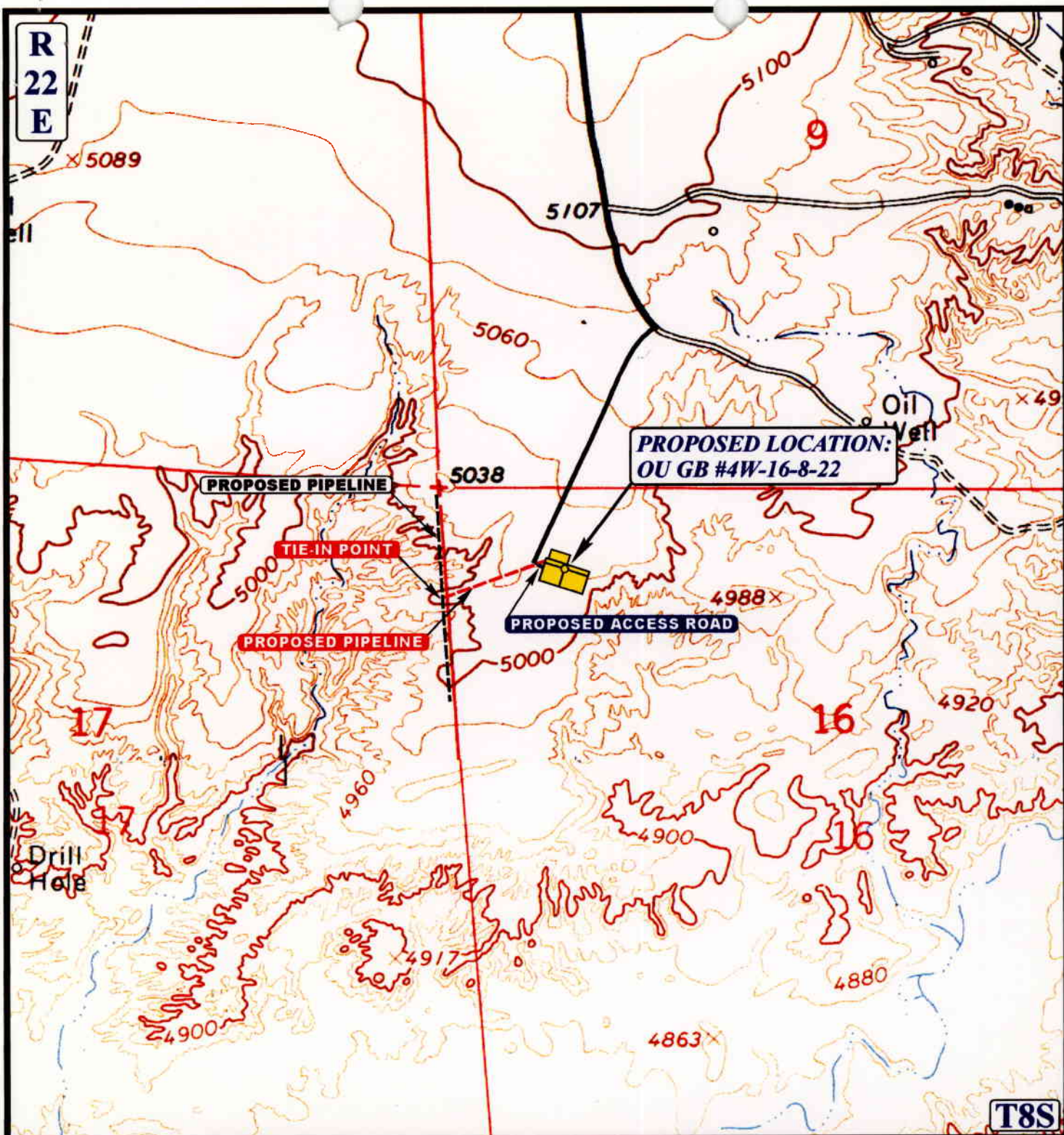
Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

5 21 02
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: K.G. REVISED: 00-00-00

**C
TOPO**



APPROXIMATE TOTAL PIPELINE DISTANCE = 800' +/-

LEGEND:

- EXISTING PIPELINE
- - - PROPOSED PIPELINE
- PROPOSED ACCESS

SHENANDOAH ENERGY, INC.

OU GB #4W-16-8-22
SECTION 16, T8S, R22E, S.L.B.&M.
582' FNL 851' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC
MAP

5 21 02
 MONTH DAY YEAR

SCALE: 1" = 1000' DRAWN BY: K.G. REVISED: 00-00-00

D
 TOPO

003

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 05/30/2002

API NO. ASSIGNED: 43-047-34598

WELL NAME: OU GB 4W-16-8-22

OPERATOR: SHENANDOAH ENERGY INC (N4235)

CONTACT: JOHN BUSCH

PHONE NUMBER: 435-781-4341

PROPOSED LOCATION:

NWNW 16 080S 220E

SURFACE: 0582 FNL 0851 FWL

BOTTOM: 0582 FNL 0851 FWL

UINTAH

~~UNDESIGNATED~~ White River (705)

LEASE TYPE: 3 - State

LEASE NUMBER: ML-22049 ^{OK}

SURFACE OWNER: 3 - State

PROPOSED FORMATION: WSTC

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering	D.K.D	6/27/02
Geology		
Surface		

LATITUDE: 40.12881

LONGITUDE: 109.45135

RECEIVED AND/OR REVIEWED:

☒ Plat☒ Bond: Fed[] Ind[] Sta[3] Fee[]
(No. 04127294)☒ Potash (Y/N)☒ Oil Shale 190-5 (B) or 190-3 or 190-13☒ Water Permit

(No. 36125)

☒ RDCC Review (Y/N)

(Date:)

☒ Fee Surf Agreement (Y/N)

LOCATION AND SITING:

☐ R649-2-3.

Unit

☒ R649-3-2. General

Siting: 460 From Qtr/Qtr & 920' Between Wells

☐ R649-3-3. Exception☐ Drilling Unit

Board Cause No:

Eff Date:

Siting:

☐ R649-3-11. Directional Drill

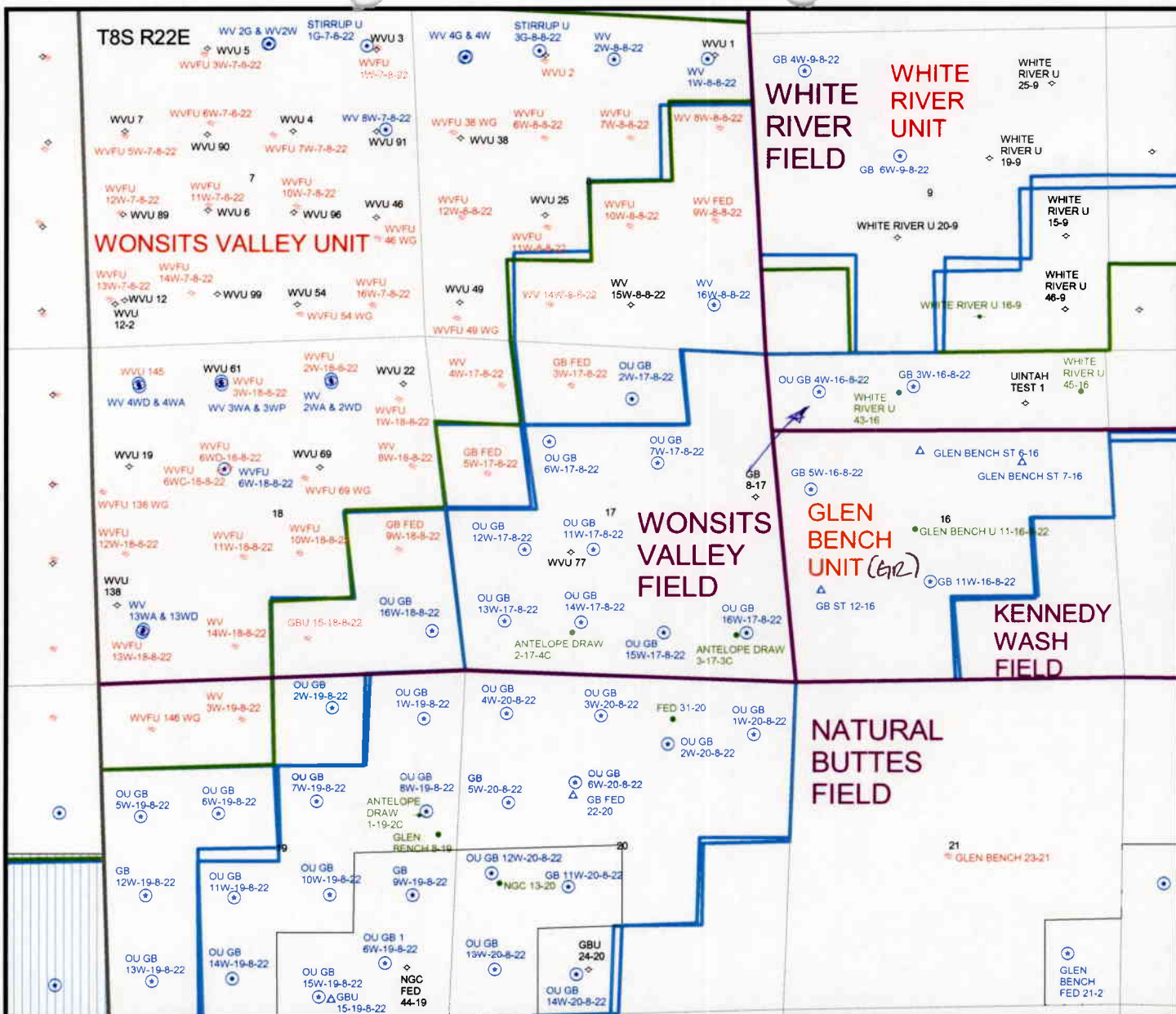
COMMENTS:

Need Permit (10-19-02)
GBK non P.A.

STIPULATIONS:

1- Spacing Stip

2- STATEMENT OF BASIS

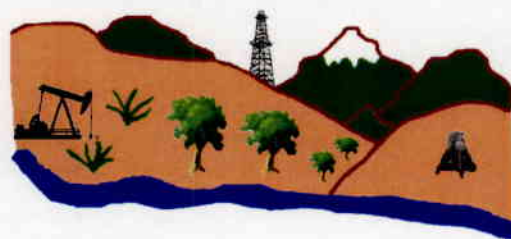


Operator Name: SHENANDOAH ENERGY (N4235)

Sec. 16 T8S R22E

Field: White River (705)

County: UINTAH Unit:



Well Status

Field Status

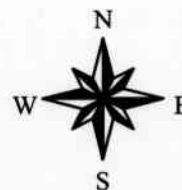
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED
- Township.shp
- Sections

- + Gas Injection
- + Gas Storage
- + Location Abandoned
- + Location
- + Plugged
- + Producing Gas
- + Producing Oil
- + Shut-In Gas
- + Shut-In Oil
- + Temporarily Abandoned
- + Test Well
- + Water Injection
- + Water Supply
- + Water Disposal

Unit Status

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Utah Oil Gas and Mining



Prepared By: D. Mason
Date: 07-June-2002

**DIVISION OF OIL, GAS AND MINING
APPLICATION FOR PERMIT TO DRILL
STATEMENT OF BASIS**

Operator Name: SHENANDOAH ENERGY, INC.
Well Name & Number: OU GB 4W-16-8-22
API Number: 43-047-34598
Location: 1/4,1/4 NW/WW Sec. 16 T. 8S R. 22E

Geology/Ground Water:

Shenandoah proposes to set 450' of surface casing at this location. The depth to the base of the moderately saline water at this location is estimated to be at 3000 feet. A search of Division of Water Rights records shows 1 water well within a 10,000 foot radius of the center of section 16. This is a shallow well which is approximately 1 ½ miles to the north. This well should not be affected by the proposed well. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing program should adequately protect any underground sources of useable water.

Reviewer: Brad Hill
Date: 06/25/2002

Surface:

The pre-drill investigation of the surface was performed on 6/19/2002. Surface and minerals are owned by State of Utah. Ed Bonner with SITLA and Miles Hanberg with DWR were both invited to this meeting on 6/12/2002. Ed Bonner was present. DWR did not have a representative present. I spoke with Mr. Hanberg on 6/18/2002. He stated that he had inspected the site and did not have any concerns regarding the construction of this location or the drilling of this well. Mr. Bonner had no concerns. This site appears to be the best spot for a location in the immediate area.

Reviewer: David W. Hackford
Date: 6/20/2002

Conditions of Approval/Application for Permit to Drill:

None.

ON-SITE PREDRILL EVALUATION
Division of Oil, Gas and Mining

OPERATOR: SHENANDOAH ENERGY, INC.
WELL NAME & NUMBER: OU GB 4W-16-8-22
API NUMBER: 43-047-34598
LEASE: ML-22049 **FIELD/UNIT:** WHITE RIVER
LOCATION: 1/4, 1/4 NW/NW SEC: 16 TWP: 8S RNG: 22E
851' F W L 582' F N L
LEGAL WELL SITING: Statewide 400 foot window in center of 40
acre tract and no closer than 920 feet from
another well.
GPS COORD (UTM): 12631906E 4443203N
SURFACE OWNER: SITLA

PARTICIPANTS:

JAN NELSON, RAYLENE SEARLE (SHENANDOAH): ED BONNER (SITLA):
DAVID HACKFORD, LISHA CORDOVA (DOGM).

REGIONAL/LOCAL SETTING & TOPOGRAPHY:

SITE IS IN AN AREA OF LOW ROLLING HILLS AND SHALLOW DRAWS
DRAINING SOUTH, SOUTHEAST TOWARD ANTELOPE DRAW 0.75 MILES AWAY.
THIS SITE IS TWELVE MILES SOUTHWEST OF REDWASH, UTAH.

SURFACE USE PLAN:

CURRENT SURFACE USE: WILDLIFE AND LIVESTOCK GRAZING.
HUNTING.

PROPOSED SURFACE DISTURBANCE: LOCATION WOULD BE 325' BY 240'
AND ACCESS ROAD WOULD BE 25'.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: SEE
ATTACHED MAP FROM GIS DATABASE

LOCATION OF PRODUCTION FACILITIES AND PIPELINES:
ALL PRODUCTION FACILITIES WILL BE ON LOCATION AND
CONSTRUCTED AFTER WELL IS DRILLED AND COMPLETED. NO PIPELINE
IS STAKED FOR THIS LOCATION.

SOURCE OF CONSTRUCTION MATERIAL: ALL CONSTRUCTION MATERIAL
WILL BE BORROWED FROM SITE DURING CONSTRUCTION OF LOCATION.

ANCILLARY FACILITIES: NONE WILL BE REQUIRED.

WASTE MANAGEMENT PLAN:

DRILLED CUTTINGS WILL BE SETTLED INTO RESERVE PIT. LIQUIDS FROM PIT WILL BE ALLOWED TO EVAPORATE. FORMATION WATER WILL BE CONFINED TO STORAGE TANKS. SEWAGE FACILITIES, STORAGE AND DISPOSAL WILL BE HANDLED BY COMMERCIAL CONTRACTOR. TRASH WILL BE CONTAINED IN TRASH BASKETS AND HAULED TO AN APPROVED LAND FILL.

ENVIRONMENTAL PARAMETERS:

AFFECTED FLOODPLAINS AND/OR WETLANDS: NONE

FLORA/FAUNA: NATIVE GRASSES, HORSEBRUSH, PRICKLY PEAR, CHEAT GRASS, GREASEWOOD, RUSSIAN THISTLE: RODENTS, COYOTES, SONG-BIRDS, RAPTORS, PRONGHORN, DEER.

SOIL TYPE AND CHARACTERISTICS: LIGHT BROWN SANDY CLAY.

EROSION/SEDIMENTATION/STABILITY: VERY LITTLE NATURAL EROSION. SEDIMENTATION AND STABILITY ARE NOT A PROBLEM AND LOCATION CONSTRUCTION SHOULDN'T CAUSE ANY INCREASE IN STABILITY OR EROSION PROBLEMS.

PALEONTOLOGICAL POTENTIAL: NONE OBSERVED.

RESERVE PIT:

CHARACTERISTICS: 140' BY 70' AND 8' DEEP.

LINER REQUIREMENTS (Site Ranking Form attached): A LINER WILL NOT BE REQUIRED FOR RESERVE PIT.

SURFACE RESTORATION/RECLAMATION PLAN:

AS PER STATE OF UTAH.

SURFACE AGREEMENT: STATE LAND.

CULTURAL RESOURCES/ARCHAEOLOGY: SITE WAS INSPECTED BY MONTGOMERY ARCHAEOLOGICAL CONSULTANTS. A REPORT OF THIS INVESTIGATION WILL BE PLACED ON FILE.

OTHER OBSERVATIONS/COMMENTS:

THE PRE-DRILL INVESTIGATION TOOK PLACE ON A HOT, SUNNY DAY.

ATTACHMENTS:

PHOTOS OF SITE WILL BE PLACED ON FILE.

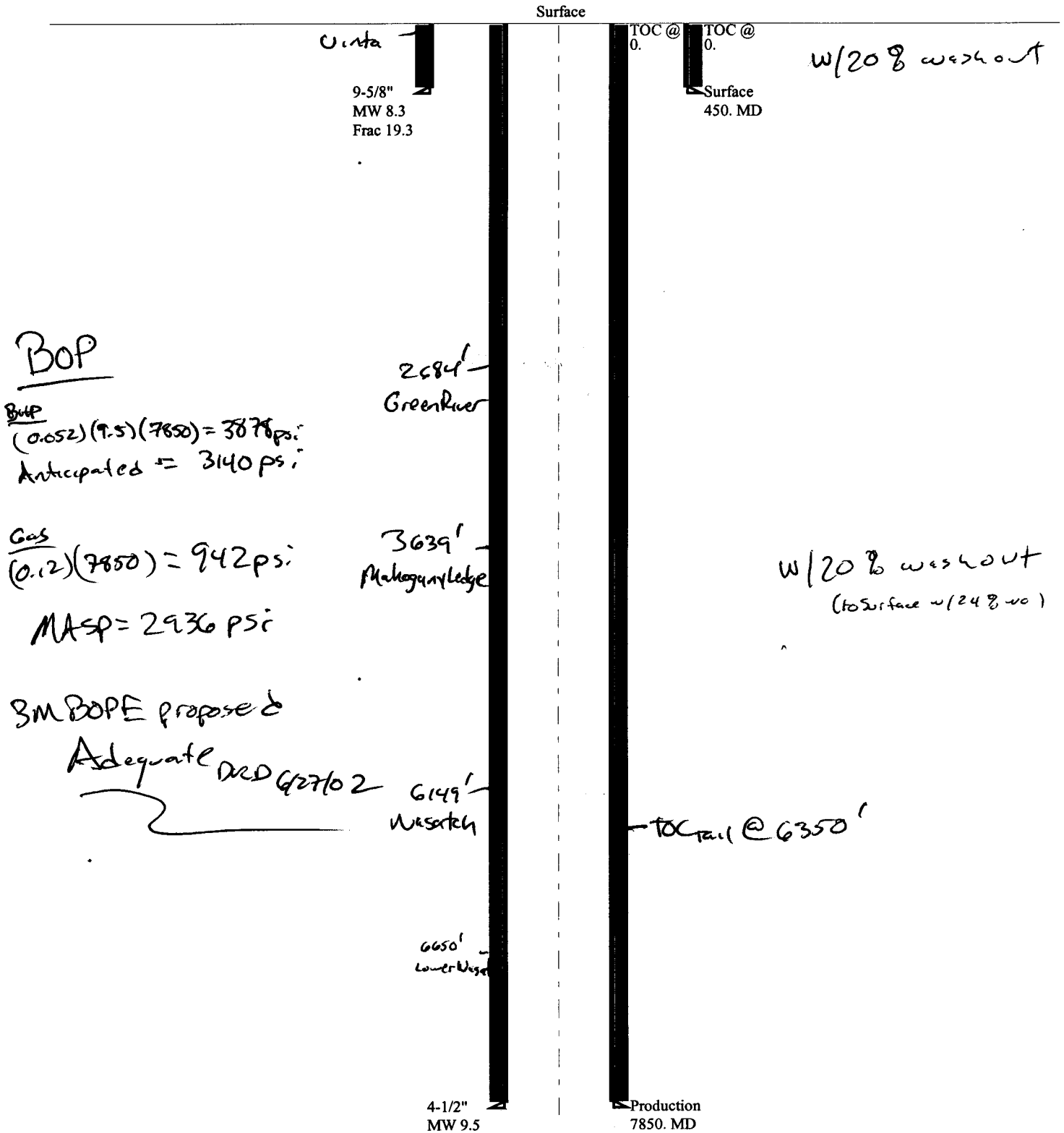
DAVID W. HACKFORD
DOGM REPRESENTATIVE

6/19/2002-11:30 AM
DATE/TIME

**Evaluation Ranking Criteria and Ranking Score
For Reserve and On-site Pit Liner Requirements**

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>5</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	
< 100	20	<u>0</u>
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	15	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>0</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>0</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	15	
TDS >10000 or Oil Base	20	
Mud Fluid containing high levels of hazardous constituents		<u>5</u>
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	<u>0</u>
Annual Precipitation (inches)		
<10	0	
10 to 20	5	
>20	10	<u>0</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility		
Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>0</u>
Final Score		<u>10</u>

Casing Schematic



Well name:

06-02 Shenandoah OU GB 4W-16-8-22Operator: **Shenandoah Energy Inc.**String type: **Surface**

Project ID:

43-047-34598

Location: **Uintah County****Design parameters:****Collapse**Mud weight: 8.330 ppg
Design is based on evacuated pipe.**Minimum design factors:****Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 71 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 450 ft

Cement top:

Surface**Burst**Max anticipated surface
pressure: 0 psi
Internal gradient: 0.494 psi/ft
Calculated BHP 222 psi

No backup mud specified.

Tension:8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)Tension is based on air weight.
Neutral point: 395 ft

Non-directional string.

Re subsequent strings:Next setting depth: 7,850 ft
Next mud weight: 9.500 ppg
Next setting BHP: 3,874 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 450 ft
Injection pressure 450 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	450	9.625	36.00	K-55	ST&C	450	450	8.765	32

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	195	2020	10.37	222	3520	15.85	16	423	26.11 J

Prepared by: Dustin K. Doucet
Utah Dept. of Natural ResourcesPhone: 801-538-5281
FAX: 801-359-3940Date: June 27, 2002
Salt Lake City, Utah

ENGINEERING STIPULATIONS: LTC minimum shall be used on production string

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 450 ft, a mud weight of 8.33 ppg. The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:

06-02 Shenandoah OU GB 4W-16-8-22Operator: **Shenandoah Energy Inc.**String type: **Production**

Project ID:

43-047-34598Location: **Uintah County****Design parameters:****Collapse**Mud weight: 9.500 ppg
Design is based on evacuated pipe.**Minimum design factors:****Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 155 °F
Temperature gradient: 1.15 °F/100ft
Minimum section length: 1,500 ft

Cement top:

Surface**Burst**Max anticipated surface
pressure:

0 psi

Internal gradient:

0.494 psi/ft

Calculated BHP

3,874 psi

No backup mud specified.

Tension:8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Non-directional string.

Tension is based on air weight.

Neutral point: 6,735 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	7850	4.5	11.60	J-55	LT&C	7850	7850	3.875	182

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	3874	4960	1.28	3874	5350	1.38	91	162	1.78 J

K. Doucet

Prepared by: Dustin K. Doucet
Utah Dept. of Natural ResourcesPhone: 801-538-5281
FAX: 801-359-3940Date: June 27, 2002
Salt Lake City, Utah

ENGINEERING STIPULATIONS: LTC minimum shall be used on production string

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 7850 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.



004



State of Utah
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Michael O. Leavitt
Governor
Kathleen Clarke
Executive Director
Lowell P. Braxton
Division Director

1594 West North Temple, Suite 1210
PO Box 145801
Salt Lake City, Utah 84114-5801
801-538-5340
801-359-3940 (Fax)
801-538-7223 (TDD)

July 2, 2002

Shenandoah Energy, Inc
11002 E 17500 S
Vernal, UT 84078

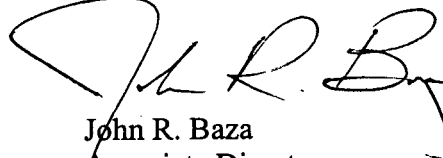
Re: Over and Under Glen Bench 4W-16-8-22 Well, 582' FNL, 851' FWL, NW NW, Sec. 16,
T. 8 South, R. 22 East, Uintah County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-34598.

Sincerely,



John R. Baza
Associate Director

pb

Enclosures

cc: Uintah County Assessor
SITLA

Operator: Shenandoah Energy, Inc
Well Name & Number Over and Under Glen Bench 4W-16-8-22
API Number: 43-047-34598
Lease: ML-22049

Location: NW NW **Sec.** 16 **T.** 8 South **R.** 22 East

Conditions of Approval

1. **General**
Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.
2. **Notification Requirements**
The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:
 - 24 hours prior to cementing or testing casing
 - 24 hours prior to testing blowout prevention equipment
 - 24 hours prior to spudding the well
 - within 24 hours of any emergency changes made to the approved drilling program
 - prior to commencing operations to plug and abandon the well

The following are Division of Oil, Gas and Mining contacts and their work telephone numbers (please leave a voice mail message if the person is not available to take the call):

 - Dan Jarvis at (801) 538-5338
 - Carol Daniels at (801) 538-5284 (spud)
3. **Reporting Requirements**
All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.
4. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.
5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)
6. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENTFORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993005
SUNDRY NOTICES AND REPORTS ON WELLSDo not use this form for proposals to drill or to deepen or reentry to a different reservoir
Use "APPLICATION FOR PERMIT--" for such proposals

SUBMIT IN TRIPLICATE

1. Type of Well

Oil Gas
☐ Well ☒ Well ☐ Other

CONFIDENTIAL

2. Name of Operator

SHENANDOAH ENERGY INC.

3. Address and Telephone No.

11002 E. 17500 S. VERNAL, UT 84078-8526

Contact: Dahn.Caldwell@questar.com

435-781-4342 Fax 435-828-0342

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

NWNW, Sec 16, T8S, R22E, 582' FNL, 851' FWL

5. Lease Designation and Serial No.

ML-22049

6. If Indian, Allottee or Tribe Name

N/A

7. If Unit or CA, Agreement Designation

N/A

8. Well Name and No.

OU GB 4W 16-8-22

9. API Well No.

43-047-34598

10. Field and Pool, or Exploratory Area

White River Unit

11. County or Parish, State

UINTAH COUNTY, UTAH

12. CHECK APPROPRIATE BOX(S) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

☐

Notice of Intent

☒

Subsequent Report

☐

Final Abandonment Notice

TYPE OF ACTION

☐

Abandonment

☐

Recompletion

☐

Plugging Back

☐

Casing Repair

☐

Altering Casing

☒

Other Spud Sundry

☐

Change of Plans

☐

New Construction

☐

Non-Routine Fracturing

☐

Water Shut-Off

☐

Conversion to Injection

☐

Dispose Water

(Note) Report results of multiple completion on Well Completion or Recompletion Report and Log form.)

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work)

This well spud on 7/27/02. Drill 12 1/4" hole to 458'. Ran 10 joints K-55, 9 5/8", 36# casing to 447' GL.

RECEIVED

AUG 30 2002

DIVISION OF
OIL, GAS AND MINING

3 - BLM, 2- Utah OG&M, 1 - Denver, 1 - file Word file-server

14. I hereby certify that the foregoing is true and correct.

Signed

Title

Authorized Representative

Date

8/26/02

(This space for Federal or State office use)

Approved by:

Title

Date

Conditions of approval, if any

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

CONFIDENTIAL

*See instructions on Reverse Side

OPERATOR: **Shenandoah Energy, Inc.**
ADDRESS: **11002 East 17500 South**
Vernal, Utah 84078-8526

OPERATOR ACCT. No. N-4235

(435)781-4300

ENTITY ACTION FORM - FORM 6

Action Code	Current Entity No.	New Entity No.	API Number	Well Name	QQ	SC	TP	RG	County	Spud Date	Effective Date
A	99999	13579	43-047-34598	OU GB 4W 16 8 22	NWNW	16	8S	22E	Uintah	7/27/02	9-3-02

WELL 1 COMMENTS:

New well to be drilled outside the Glen Bench Unit (White River Unit) & is not in a participating area.

--	--	--	--	--	--	--	--	--	--	--	--

WELL 2 COMMENTS:

--	--	--	--	--	--	--	--	--	--	--	--

WELL 3 COMMENTS:

--	--	--	--	--	--	--	--	--	--	--	--

WELL 4 COMMENTS:

--	--	--	--	--	--	--	--	--	--	--	--

WELL 5 COMMENTS:

--	--	--	--	--	--	--	--	--	--	--	--

WELL 6 COMMENTS:

--	--	--	--	--	--	--	--	--	--	--	--

WELL 7 COMMENTS:

--	--	--	--	--	--	--	--	--	--	--	--

ACTION CODES (See instructions on back of form)

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (explain in comments section)

NOTE: Use COMMENT section to explain why each Action Code was selected

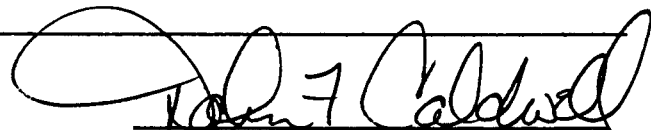
(3/89)

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AUG 30 2002

DIVISION OF
OIL, GAS AND MINING


Signature

Clerk Specialist 8/28/02
Title Date

Phone No. (435) 781-4342

007

Form 3160-5
(August 1999)UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT**CONFIDENTIAL**

FORM APPROVED

OMB NO. 1004-0135

Expires: November 30, 2000

SUNDRY NOTICES AND REPORTS ON WELLS*Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.***SUBMIT IN TRIPLICATE - Other instructions on reverse side.**5. Lease Serial No.
ML 22049

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.
891008482C8. Well Name and No.
OUGB 4W 16 8 229. API Well No.
43-047-3459810. Field and Pool, or Exploratory
WHITE RIVER UNIT11. County or Parish, and State
UINTAH COUNTY, UT

1. Type of Well

☐ Oil Well ☒ Gas Well ☐ Other2. Name of Operator
SHENANDOAH ENERGY INC.Contact: ANN PETRIK
E-Mail: ann.petrík@questar.com3a. Address
11002 EAST 17500 SOUTH
VERNAL, UT 840783b. Phone No. (include area code)
Ph: 435.781.4306
Fx: 435.781.4329

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

Sec 16 T8S R22E NWNW 582FNL 851FWL

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off.
<input checked="" type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	Production Start-up
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

THIS WELL COMMENCED PRODUCTION ON 9/04/02.

RECEIVED

SEP 13 2002

DIVISION OF
OIL, GAS AND MINING

14. I hereby certify that the foregoing is true and correct.

Electronic Submission #14090 verified by the BLM Well Information System
For SHENANDOAH ENERGY INC., sent to the Vernal

Name (Printed/Typed) ANN PETRIK

Title ADMINISTRATIVE CONTACT

Signature

(Electronic Submission)

Date 09/09/2002

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By

Title

Date

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ******CONFIDENTIAL**

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENTFORM APPROVED
OMB No. 1004-0137
Expires: November 30, 2000

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
ML-22049

- 1a. Type of Well ☐ Oil Well ☒ Gas Well ☐ Dry ☐ Other
b. Type of Completion ☒ New Well ☐ Work Over ☐ Deepen ☐ Plug Back ☐ Diff. Resvr.
Other _____

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

2. Name of Operator
SHENANDOAH ENERGYContact: DAHN F. CALDWELL
E-Mail: Dahn.Caldwell@questar.com8. Lease Name and Well No.
OU GB 4W 16-8-223. Address 11002 E. 17500 S.
VERNAL, UT 840783a. Phone No. (include area code)
Ph: 435.781.43429. API Well No.
43-047-34598

4. Location of Well (Report location clearly and in accordance with Federal requirements)*

At surface NWNW 582FNL 851FWL

At top prod interval reported below NWNW 582FNL 851FWL

At total depth NWNW 582FNL 851FWL

10. Field and Pool, or Exploratory
UNDESIGNATED11. Sec., T., R., M., or Block and Survey
or Area Sec 16 T8S R22E Mer SLB12. County or Parish
UINTAH13. State
UT14. Date Spudded
07/27/200215. Date T.D. Reached
08/10/200216. Date Completed
☐ D & A ☒ Ready to Prod.
08/30/200217. Elevations (DF, KB, RT, GL)*
5018 GL18. Total Depth: MD 7815
TVD19. Plug Back T.D.: MD 7744
TVD20. Depth Bridge Plug Set: MD
TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)

✓ CBL, DIPOLE SONIC IMAGER, SPECTRAL DENSITY DSN, HAZ
9-13-02 8-22-0222. Was well cored? ☒ No ☐ Yes (Submit analysis)
Was DST run? ☒ No ☐ Yes (Submit analysis)
Directional Survey? ☒ No ☐ Yes (Submit analysis)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12.250	9.625 K-55	36.0		458		175			
7.875	4.500 J55-M80	11.6		7810		1500			

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.375	7456							

25. Producing Intervals

26. Perforation Record

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) WASATCH	6147	7815	7248 TO 7495			
B)			6980 TO 7016			
C)			6864 TO 6874			
D)						

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material
7248 TO 7495	FRAC W/ 60,000 LBS IN 28,224 GALS
6980 TO 7016	FRAC W/ 125,000 LBS IN 51,576 GALS
6864 TO 6874	FRAC W/ 46,100 LBS IN 20,790 GALS

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
09/04/2002	09/06/2002	24	→	9.4	1434.0	8.7			FLows FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
	2054	2055.0	→					PGW	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
	SI		→						

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PERIOD
EXPIRED
ON 9-30-03

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #15279 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

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28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

29. Disposition of Gas(Sold, used for fuel, vented, etc.)
SOLD

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER MAHOGONY WASATCH TD	2687 3637 6147 7815

32. Additional remarks (include plugging procedure):

"Confidential. Do not release well information without permission from Shenandoah Energy Inc."

Cemented w/850 sxs HiFill Mod Lead & 650 sxs 50/50 Pozmix Tail.

33. Circle enclosed attachments:

- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7 Other: | |

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

Electronic Submission #15279 Verified by the BLM Well Information System.
For SHENANDOAH ENERGY, sent to the Vernal

Name (please print) JIM SIMONTON

Title COMPLETION MANAGER

Signature (Electronic Submission)

Date 10/18/2002

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH

2. CDW

3. FILE

009

Change of Operator (Well Sold)

Designation of Agent/Operator

X Operator Name Change

Merger

The operator of the well(s) listed below has changed, effective:

2/1/2003

FROM: (Old Operator):

N4235-Shenandoah Energy Inc
11002 E 17500 S
Vernal, UT 84078-8526

Phone: (435) 781-4341

TO: (New Operator):

N2460-QEP Uinta Basin Inc
11002 E 17500 S
Vernal, UT 84078-8526

Phone: (435) 781-4341

CA No.

Unit:

WELL(S)

NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS	Confid
WV 7W-36-7-21	36	070S	210E	4304734065	13334	State	GW	TA	
WV 9W-36-7-21	36	070S	210E	4304734066	13331	State	GW	TA	
GB 6W-25-8-21	25	080S	210E	4304734121	13440	Fee	GW	P	
GB 7W-25-8-21	25	080S	210E	4304734122	13436	Fee	GW	P	
GH 5G-32-8-21	32	080S	210E	4304733866	13037	State	OW	P	
GB 1W-36-8-21	36	080S	210E	4304733944	13439	State	GW	P	
GB 11W-16-8-22	16	080S	220E	4304733754	13582	State	GW	P	C
OU GB 4W-16-8-22	16	080S	220E	4304734598	13579	State	GW	P	C
OU GB 12W-16-8-22	16	080S	220E	4304734617	13697	State	GW	P	C
OU GB 13W-16-8-22	16	080S	220E	4304734618	13611	State	GW	P	C
OU GB 15W-16-8-22	16	080S	220E	4304734622	13595	State	GW	P	C
OU GB 2W-16-8-22	16	080S	220E	4304734657	13721	State	GW	P	C
OU GB 6W-16-8-22	16	080S	220E	4304734658	13592	State	GW	P	C
OU GB 7W-16-8-22	16	080S	220E	4304734659	13747	State	GW	DRL	C
GB 11W-30-8-22	30	080S	220E	4304734392	13433	Fee	GW	P	

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/2/2003
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/2/2003
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/19/2003
- Is the new operator registered in the State of Utah: YES Business Number: 5292864-0151
- If **NO**, the operator was contacted on: _____

6. (R649-9-2) Waste Management Plan has been received on:

IN PLACE

7. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 7/21/2003

8. **Federal and Indian Units:**

The BLM or BIA has approved the successor of unit operator for wells listed on: 7/21/2003

9. **Federal and Indian Communization Agreements ("CA"):**

The BLM or BIA has approved the operator for all wells listed within a CA on: n/a

10. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: n/a

DATA ENTRY:

1. Changes entered in the Oil and Gas Database on: 8/27/2003

2. Changes have been entered on the Monthly Operator Change Spread Sheet on: 8/27/2003

3. Bond information entered in RBDMS on: n/a

4. Fee wells attached to bond in RBDMS on: n/a

STATE WELL(S) BOND VERIFICATION:

1. State well(s) covered by Bond Number: 965-003-032

FEDERAL WELL(S) BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: 965-002-976

INDIAN WELL(S) BOND VERIFICATION:

1. Indian well(s) covered by Bond Number: 799446

FEE WELL(S) BOND VERIFICATION:

1. (R649-3-1) The NEW operator of any fee well(s) listed covered by Bond Number 965-003-033

2. The FORMER operator has requested a release of liability from their bond on: n/a
The Division sent response by letter on: n/a

LEASE INTEREST OWNER NOTIFICATION:

3. (R649-2-10) The FORMER operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS:



May 28, 2003

Division of Oil, Gas, & Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Attention: John Baza/Jim Thompson

Gentlemen:

This will serve as notice that through the internal corporate changes described below, activities formerly conducted in the name of either Shenandoah Operating Company, LLC (SOC) and/or Shenandoah Energy, Inc. (SEI) will hereafter be conducted in the name of QEP Uinta Basin, Inc.: i) the Shenandoah entities were purchased in July, 2001 by Questar Market Resources, Inc., which is a mid-level holding company for the non-utility businesses of Questar Corporation, ii) Shenandoah Operating Company, LLC has now been merged into Shenandoah Energy, Inc. (SEI), iii) Shenandoah Energy, Inc. has now been re-named **QEP Uinta Basin, Inc.** pursuant to a State of Delaware Amended and Restated Certificate of Incorporation, iv) the same employees will continue to be responsible for operations of the former SOC and SEI properties, both in the field and in the office. Accordingly, the change involves only an internal corporate name change and no third party change of operator is involved. Please alter your records to reflect the entity name change. Attached is a spreadsheet listing all wells affected by this change.

Should you have any questions, please call me at 303 - 308-3056.

Yours truly,

Frank Nielsen
Division Landman

Enclosure

RECEIVED

JUN 02 2003

DIV. OF OIL, GAS & MINING

well name	Sec	T	R	api	Entity	Lease Type
UTAH STATE 1	36	070S	240E	4304715128	5878	State
BRENNAN FED 3	17	070S	210E	4304715419	10750	Federal
FEDERAL 2-29-7-22	29	070S	220E	4304715423	5266	Federal
FS PRINCE GOVT 1	10	070S	240E	4304716199	7035	Federal
KAYE STATE 1-16	16	100S	230E	4304730609	5395	State
LEOTA FED 1	34	070S	210E	4304730879	5420	Federal
GULF BRENNAN FED 8	17	070S	210E	4304731509	5290	Federal
RFC 1	20	070S	210E	4304731805	10952	Federal
EAST COYOTE FED 14-4-8-25	04	080S	250E	4304732493	11630	Federal
F S PRINCE 4	03	070S	240E	4304732677	7035	Federal
GYPSUM HILLS 21	21	080S	210E	4304732692	11819	Federal
TOLL STATION ST 8-36-8-21	36	080S	210E	4304732724	12361	State
SAGE GROUSE FED 6-14-8-22	14	080S	220E	4304732746	11944	Federal
GYPSUM HILLS 22WG	22	080S	210E	4304732818	12336	Federal
GLEN BENCH ST 8A-36-8-21	36	080S	210E	4304733037	12377	State
GLEN BENCH ST 6-36-8-21	36	080S	210E	4304733038	12378	State
SAGE GROUSE 12A-14-8-22	14	080S	220E	4304733177	12524	Federal
OU GB 12W-20-8-22	20	080S	220E	4304733249	13488	Federal
GLEN BENCH ST 2-36-8-21	36	080S	210E	4304733252	12527	State
GBU 15-18-8-22	18	080S	220E	4304733364	12690	Federal
GLEN BENCH FED 3W-17-8-22	17	080S	220E	4304733513	12950	Federal
GLEN BENCH FED 5W-17-8-22	17	080S	220E	4304733514	12873	Federal
WV FED 9W-8-8-22	08	080S	220E	4304733515	13395	Federal
GB FED 9W-18-8-22	18	080S	220E	4304733516	12997	Federal
OU GB 3W-20-8-22	20	080S	220E	4304733526	13514	Federal
GHU 10W-19-8-21	19	080S	210E	4304733528	12736	Federal
GH 1W-32-8-21	32	080S	210E	4304733570	12797	State
GH 3W-32-8-21	32	080S	210E	4304733571	12796	State
GH 5W-32-8-21	32	080S	210E	4304733572	12828	State
GH 7W-32-8-21	32	080S	210E	4304733573	12872	State
GLEN BENCH 12W-30-8-22	30	080S	220E	4304733670	13380	Federal
GH 2W-32-8-21	32	080S	210E	4304733744	13029	State
GH 4W-32-8-21	32	080S	210E	4304733745	13035	State
GH 8W-32-8-21	32	080S	210E	4304733746	13030	State
GB 3W-16-8-22	16	080S	220E	4304733751	13577	State
GB 5W-16-8-22	16	080S	220E	4304733752	13570	State
GH 6W-32-8-21	32	080S	210E	4304733753	13036	State
GB 11W-16-8-22	16	080S	220E	4304733754	13582	State
GH 7W-21-8-21	21	080S	210E	4304733845	13050	Federal
GH 9W-21-8-21	21	080S	210E	4304733846	13074	Federal
GH 11W-21-8-21	21	080S	210E	4304733847	13049	Federal
GH 15W-21-8-21	21	080S	210E	4304733848	13051	Federal
GH 5G-32-8-21	32	080S	210E	4304733866	13037	State
WV 9W-23-8-21	23	080S	210E	4304733909	13160	Federal
GHU 14W-20-8-21	20	080S	210E	4304733915	13073	Federal
GB 1W-36-8-21	36	080S	210E	4304733944	13439	State
GB 4W-30-8-22	30	080S	220E	4304733945	13372	Federal
GB 9W-19-8-22	19	080S	220E	4304733946	13393	Federal
GB 10W-30-8-22	30	080S	220E	4304733947	13389	Federal
GB 12W-19-8-22	19	080S	220E	4304733948	13388	Federal
WV 5W-17-8-21	17	080S	210E	4304733954	13332	Federal
WV 7W-17-8-21	17	080S	210E	4304733956	13330	Federal
GB 9W-25-8-21	25	080S	210E	4304733960	13390	Federal
WV 1W-5-8-22	05	080S	220E	4304733985	13369	Federal
WV 3W-5-8-22	05	080S	220E	4304733987	13321	Federal
WV 7W-5-8-22	05	080S	220E	4304733988	13235	Federal
WV 9W-5-8-22	05	080S	220E	4304733990	13238	Federal
WV 11W-5-8-22	05	080S	220E	4304733992	13239	Federal
WV 13W-5-8-22	05	080S	220E	4304733994	13236	Federal
WV 15W-5-8-22	05	080S	220E	4304733996	13240	Federal
WV 8W-8-8-22	08	080S	220E	4304734005	13220	Federal
WV 14W-8-8-22	08	080S	220E	4304734007	13322	Federal
OU GB 6W-20-8-22	20	080S	220E	4304734018	13518	Federal
GB 5W-30-8-22	30	080S	220E	4304734025	13502	Federal
GB 11W-20-8-22	20	080S	220E	4304734039	13413	Federal

well name	Sec	T	R	api	Entity	Lease Type
OU GB 4W-20-8-22	20	080S	220E	4304734043	13520	Federal
WV 7W-36-7-21	36	070S	210E	4304734065	13334	State
WV 9W-36-7-21	36	070S	210E	4304734066	13331	State
WV 3G-10-8-21	10	080S	210E	4304734106	13241	Federal
WV 15G-3-8-21	03	080S	210E	4304734109	13368	Federal
WV 16G-3-8-21	03	080S	210E	4304734110	13295	Federal
GB 6W-25-8-21	25	080S	210E	4304734121	13440	Fee
GB 7W-25-8-21	25	080S	210E	4304734122	13436	Fee
GH 5W-21-8-21	21	080S	210E	4304734147	13387	Federal
GH 6W-21-8-21	21	080S	210E	4304734148	13371	Federal
GH 8W-21-8-21	21	080S	210E	4304734149	13293	Federal
GH 9W-17-8-21	17	080S	210E	4304734150	13392	Federal
GH 10W-20-8-21	20	080S	210E	4304734151	13328	Federal
GH 10W-21-8-21	21	080S	210E	4304734152	13378	Federal
GH 12W-21-8-21	21	080S	210E	4304734153	13294	Federal
GH 14W-21-8-21	21	080S	210E	4304734154	13292	Federal
GH 16W-17-8-21	17	080S	210E	4304734156	13354	Federal
GH 16W-21-8-21	21	080S	210E	4304734157	13329	Federal
GB 5W-20-8-22	20	080S	220E	4304734209	13414	Federal
WV 6W-22-8-21	22	080S	210E	4304734272	13379	Federal
GH 1W-20-8-21	20	080S	210E	4304734327	13451	Federal
GH 2W-20-8-21	20	080S	210E	4304734328	13527	Federal
GH 3W-20-8-21	20	080S	210E	4304734329	13728	Federal
GH 7W-20-8-21	20	080S	210E	4304734332	13537	Federal
GH 9W-20-8-21	20	080S	210E	4304734333	13411	Federal
GH 11W-20-8-21	20	080S	210E	4304734334	13410	Federal
GH 15W-20-8-21	20	080S	210E	4304734335	13407	Federal
GH 16W-20-8-21	20	080S	210E	4304734336	13501	Federal
WV 12W-23-8-21	23	080S	210E	4304734343	13430	Federal
OU GB 13W-20-8-22	20	080S	220E	4304734348	13495	Federal
OU GB 14W-20-8-22	20	080S	220E	4304734349	13507	Federal
OU GB 11W-29-8-22	29	080S	220E	4304734350	13526	Federal
WV 11G-5-8-22	05	080S	220E	4304734388	13422	Federal
WV 13G-5-8-22	05	080S	220E	4304734389	13738	Federal
WV 15G-5-8-22	05	080S	220E	4304734390	13459	Federal
GB 11W-30-8-22	30	080S	220E	4304734392	13433	Fee
SU BRENNAN W 15W-18-7-22	18	070S	220E	4304734403	13442	Federal
STIRRUP U 16W-5-8-22	05	080S	220E	4304734446	13654	Federal
STIRRUP U 2W-5-8-22	05	080S	220E	4304734455	13700	Federal
WV 10W-5-8-22	05	080S	220E	4304734456	13540	Federal
WV 16W-8-8-22	08	080S	220E	4304734470	13508	Federal
GB 16WX-30-8-22	30	080S	220E	4304734506	13431	Federal
OU GB 1W-19-8-22	19	080S	220E	4304734512	13469	Federal
OU GB 2W-19-8-22	19	080S	220E	4304734513	13461	Federal
OU GB 5W-19-8-22	19	080S	220E	4304734514	13460	Federal
OU GB 7W-19-8-22	19	080S	220E	4304734515	13462	Federal
OU GB 8W-19-8-22	19	080S	220E	4304734516	13489	Federal
OU GB 11W-19-8-22	19	080S	220E	4304734517	13467	Federal
OU GB 16W-19-8-22	19	080S	220E	4304734522	13476	Federal
GB 1W-30-8-22	30	080S	220E	4304734528	13487	Federal
GB 3W-30-8-22	30	080S	220E	4304734529	13493	Federal
GB 6W-30-8-22	30	080S	220E	4304734530	13519	Federal
GB 7W-30-8-22	30	080S	220E	4304734531	13494	Federal
GB 8W-30-8-22	30	080S	220E	4304734532	13483	Federal
GB 9W-30-8-22	30	080S	220E	4304734533	13500	Federal
OU GB 6W-19-8-22	19	080S	220E	4304734534	13475	Federal
OU GB 10W-19-8-22	19	080S	220E	4304734535	13479	Federal
OU GB 13W-19-8-22	19	080S	220E	4304734536	13478	Federal
OU GB 14W-19-8-22	19	080S	220E	4304734537	13484	Federal
OU GB 15W-19-8-22	19	080S	220E	4304734538	13482	Federal
OU GB 12W-17-8-22	17	080S	220E	4304734542	13543	Federal
OU GB 6W-17-8-22	17	080S	220E	4304734543	13536	Federal
OU GB 13W-17-8-22	17	080S	220E	4304734544	13547	Federal
OU GB 6W-29-8-22	29	080S	220E	4304734545	13535	Federal
OU GB 3W-29-8-22	29	080S	220E	4304734546	13509	Federal

well_name	Sec	T	R	api	Entity	Lease Type
OU GB 13W-29-8-22	29	080S	220E	4304734547	13506	Federal
OU GB 4W-29-8-22	29	080S	220E	4304734548	13534	Federal
OU GB 5W-29-8-22	29	080S	220E	4304734549	13505	Federal
OU GB 14W-17-8-22	17	080S	220E	4304734550	13550	Federal
OU GB 11W-17-8-22	17	080S	220E	4304734553	13671	Federal
OU GB 14W-29-8-22	29	080S	220E	4304734554	13528	Federal
OU GB 2W-17-8-22	17	080S	220E	4304734559	13539	Federal
OU GB 7W-17-8-22	17	080S	220E	4304734560	13599	Federal
GH EXT 15W-17-8-21	17	080S	210E	4304734562	13674	Federal
OU GB 16W-18-8-22	18	080S	220E	4304734563	13559	Federal
OU GB 1W-29-8-22	29	080S	220E	4304734573	13562	Federal
OU GB 7W-29-8-22	29	080S	220E	4304734574	13564	Federal
OU GB 8W-29-8-22	29	080S	220E	4304734575	13609	Federal
OU GB 9W-29-8-22	29	080S	220E	4304734576	13551	Federal
OU GB 10W-29-8-22	29	080S	220E	4304734577	13594	Federal
OU GB 15W-29-8-22	29	080S	220E	4304734578	13569	Federal
OU GB 4W-16-8-22	16	080S	220E	4304734598	13579	State
OU GB 2W-20-8-22	20	080S	220E	4304734599	13664	Federal
OU GB 2W-29-8-22	29	080S	220E	4304734600	13691	Federal
OU GB 15W-17-8-22	17	080S	220E	4304734601	13632	Federal
OU GB 16W-17-8-22	17	080S	220E	4304734602	13639	Federal
OU GB 16W-29-8-22	29	080S	220E	4304734603	13610	Federal
OU GB 1W-20-8-22	20	080S	220E	4304734604	13612	Federal
OU GB 12W-16-8-22	16	080S	220E	4304734617	13697	State
OU GB 13W-16-8-22	16	080S	220E	4304734618	13611	State
OU GB 15W-16-8-22	16	080S	220E	4304734622	13595	State
OU GB 1W-17-8-22	17	080S	220E	4304734623	13701	Federal
OU GB 9W-17-8-22	17	080S	220E	4304734624	13663	Federal
OU GB 10W-17-8-22	17	080S	220E	4304734625	13684	Federal
OU GB 9W-20-8-22	20	080S	220E	4304734630	13637	Federal
OU GB 10W-20-8-22	20	080S	220E	4304734631	13682	Federal
OU GB 15W-20-8-22	20	080S	220E	4304734632	13616	Federal
OU WIH 13W-21-8-22	21	080S	220E	4304734646	13745	Federal
OU GB 13W-9-8-22	09	080S	220E	4304734654	13706	Federal
OU GB 2W-16-8-22	16	080S	220E	4304734657	13721	State
OU GB 6W-16-8-22	16	080S	220E	4304734658	13592	State
OU GB 7W-16-8-22	16	080S	220E	4304734659	13747	State
OU GB 14W-21-8-22	21	080S	220E	4304734664	13720	Federal
OU GB 12WX-29-8-22	29	080S	220E	4304734668	13555	Federal
OU WIH 10W-21-8-22	21	080S	220E	4304734681	13662	Federal
OU GB 3W-21-8-22	21	080S	220E	4304734686	13746	Federal
OU GB 16SG-30-8-22	30	080S	220E	4304734688	13593	Federal
OU WIH 7W-21-8-22	21	080S	220E	4304734689	13716	Federal
OU GB 5W-21-8-22	21	080S	220E	4304734690	13770	Federal
OU GB 7W-20-8-22	20	080S	220E	4304734705	13710	Federal
OU SG 10W-15-8-22	15	080S	220E	4304734719	13725	Federal
OU SG 9W-10-8-22	10	080S	220E	4304734783	13722	Federal

JUL 07 2003

3104 (932.34)WF
Nationwide Bond ESB000024

NOTICE

QEP Uinta Basin, Inc.
1050 17th Street Suite 500
Denver, Colorado 80265

:
: Oil and Gas
: lease
:

Name Change Recognized

Acceptable evidence has been filed in this office concerning the name change of Shenandoah Energy Incorporated into QEP Uinta Basin, Incorporated. QEP Uinta Basin, Incorporated is the surviving entity. This name change is recognized effective April 17, 2003.

Eastern States will notify the Minerals Management Service and all applicable Bureau of Land Management offices of the change by a copy of this notice.

If you identify other leases in which the merging entity maintain an interest, please contact this office and we will appropriately document those files with a copy of this notice.

If you have any questions, please contact Bill Forbes at 703-440-1536.

S/ Wilbert B. Forbes

Wilbert B. Forbes
Land Law Examiner
Branch of Use Authorization
Division of Resources Planning,
Use and Protection

bc: JFO,MMS, ES RF, 930 RF, 932.34 RF, E-932: wbf:07 /07/03:440-1536/ QEP Uinta Basin
MFO



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155

In Reply Refer To:
3106
(UT-924)

July 21, 2003

Memorandum

To: Vernal Field Office
From: **ACTING** Chief, Branch of Minerals Adjudication
Subject: Name Change Approval

Attached is an approved copy of the name change from BLM-Eastern States, which is recognized by the Utah State Office. We have updated our records to reflect:

The name change from Shenandoah Energy Incorporated into QEP Uinta Basin, Incorporated is effective July 23, 1999. The BLM Bond Number is ESB000024.

Mary Higgins
Mary Higgins
Acting Chief, Branch of
Minerals Adjudication

Enclosure

1. Eastern States Letter
2. List of leases

cc: MMS, James Sykes, PO Box 25165, M/S 357 B1, Denver CO 80225
State of Utah, DOGM, Earlene Russell (Ste. 1210), Box 145801, SLC UT 84114
Teresa Thompson (UT-922)
Joe Incardine (UT-921)

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JUL 29 2003

DIV. OF OIL, GAS & MINING

Exhibit of Leases

UTSL-065342	UTU-0825	UTU-65472	UTU-74971
UTSL-065429	UTU-0826	UTU-65632	UTU-74972
UTSL-066409-A	UTU-0827	UTU-67844	UTU-75079
UTSL-066446	UTU-0828	UTU-68217	UTU-75080
UTSL-066446-A	UTU-0829	UTU-68218	UTU-75081
UTSL-066446-B	UTU-0830	UTU-68219	UTU-75082
UTSL-066791	UTU-0933	UTU-68220	UTU-75083
UTSL-069330	UTU-0971	UTU-68387	UTU-75084
UTSL-070932-A	UTU-0971-A	UTU-68620	UTU-75085
UTSL-071745	UTU-01089	UTU-69001	UTU-75086
UTSL-071963	UTU-02025	UTU-70853	UTU-75087
UTSL-071964	UTU-02030	UTU-70854	UTU-75088
UTSL-071965	UTU-02060	UTU-70855	UTU-75102
	UTU-02148	UTU-70856	UTU-75103
UTU-046	UTU-02149	UTU-71416	UTU-75116
UTU-055	UTU-02510-A	UTU-72066	UTU-75243
UTU-057	UTU-09613	UTU-72109	UTU-75503
UTU-058	UTU-09617	UTU-72118	UTU-75678
UTU-059	UTU-09809	UTU-72598	UTU-75684
UTU-080	UTU-011225-B	UTU-72634	UTU-76278
UTU-081	UTU-011226	UTU-72649	UTU-75760
UTU-082	UTU-011226-B	UTU-73182	UTU-75939
UTU-093	UTU-012457	UTU-73443	UTU-76039
UTU-0116	UTU-012457-A	UTU-73456	UTU-76482
UTU-0558	UTU-018260-A	UTU-73680	UTU-76507
UTU-0559	UTU-022158	UTU-73681	UTU-76508
UTU-0560	UTU-025960	UTU-73684	UTU-76721
UTU-0561	UTU-025962	UTU-73686	UTU-76835
UTU-0562	UTU-025963	UTU-73687	UTU-77063
UTU-0566	UTU-029649	UTU-73698	UTU-77301
UTU-0567	UTU-65471	UTU-73699	UTU-77308
UTU-0568	UTU-65472	UTU-73700	UTU-78021
UTU-0569	UTU-103144	UTU-73710	UTU-78028
UTU-0570	UTU-140740	UTU-73914	UTU-78029
UTU-0571	UTU-14219	UTU-73917	UTU-78214
UTU-0572	UTU-14639	UTU-74401	UTU-78215
UTU-0629	UTU-16551	UTU-74402	UTU-78216
UTU-0802	UTU-28652	UTU-74407	UTU-80636
UTU-0803	UTU-42050	UTU-74408	UTU-80637
UTU0804	UTU-43915	UTU-74419	UTU-80638
UTU0805	UTU-43916	UTU-74493	UTU-80639
UTU0806	UTU-43917	UTU-74494	UTU-80640
UTU0807	UTU-43918	UTU-74495	
UTU0809	UTU-56947	UTU-74496	
UTU0810	UTU-65276	UTU-74836	
UTU-0823	UTU-65404	UTU-74842	
UTU-0824	UTU-65471	UTU-74968	

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

ROUTING

1. DJJ
2. CDW

Change of Operator (Well Sold)

X - Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

1/1/2007

FROM: (Old Operator):

N2460-QEP Uinta Basin, Inc.
 1050 17th St, Suite 500
 Denver, CO 80265

Phone: 1 (303) 672-6900

TO: (New Operator):

N5085-Questar E&P Company
 1050 17th St, Suite 500
 Denver, CO 80265

Phone: 1 (303) 672-6900

CA No.

Unit:

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LISTS				*				

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 4/19/2007
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 4/16/2007
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 1/31/2005
- a. Is the new operator registered in the State of Utah: Business Number: 764611-0143
- 5a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
- 5b. Inspections of LA PA state/fee well sites complete on: n/a
- 5c. Reports current for Production/Disposition & Sundries on: n/a
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 4/23/2007 BIA
- Federal and Indian Units:**
 The BLM or BIA has approved the successor of unit operator for wells listed on: 4/23/2007
- Federal and Indian Communization Agreements ("CA"):**
 The BLM or BIA has approved the operator for all wells listed within a CA on: _____
- Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: _____

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 4/30/2007 and 5/15/2007
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 4/30/2007 and 5/15/2007
- Bond information entered in RBDMS on: 4/30/2007 and 5/15/2007
- Fee/State wells attached to bond in RBDMS on: 4/30/2007 and 5/15/2007
- Injection Projects to new operator in RBDMS on: 4/30/2007 and 5/15/2007
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: 799446
- a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965003033
- b. The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS: THIS IS A COMPANY NAME CHANGE.

SOME WELL NAMES HAVE BEEN CHANGED AS REQUESTED

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
GB 6W-25-8-21	GB 6W-25-8-21	SENW	25	080S	210E	4304734121	13440	fee	GW	P
GB 7W-25-8-21	GB 7W-25-8-21	SWNE	25	080S	210E	4304734122	13436	fee	GW	P
GB 11W-30-8-22	OU GB 11W 30 8 22	NESW	30	080S	220E	4304734392	13433	fee	GW	P
UTAH STATE 1	STATE 1	NENE	36	070S	240E	4304715128	5878	State	GW	P
KAYE STATE 1-16	KAYE STATE 1-16	NWNW	16	100S	230E	4304730609	5395	State	GW	P
TOLL STATION ST 8-36-8-21	TOLL STATION ST 8-36-8-21	SENE	36	080S	210E	4304732724	12361	State	GW	S
GLEN BENCH ST 8A-36-8-21	GB 8A 36 8 21	SENE	36	080S	210E	4304733037	12377	State	GW	P
GLEN BENCH ST 6-36-8-21	GB 6 36 8 21	SENW	36	080S	210E	4304733038	12378	State	GW	P
GLEN BENCH ST 2-36-8-21	GB 2 36 8 21	NWNE	36	080S	210E	4304733252	12527	State	GW	P
GH 1W-32-8-21	GH 1W-32-8-21	NENE	32	080S	210E	4304733570	12797	State	GW	P
GH 3W-32-8-21	GH 3W-32-8-21	NENW	32	080S	210E	4304733571	12796	State	GW	P
GH 5W-32-8-21	GH 5W-32-8-21	SWNW	32	080S	210E	4304733572	12828	State	GW	P
GH 7W-32-8-21	GH 7W-32-8-21	SWNE	32	080S	210E	4304733573	12872	State	GW	P
GH 2W-32-8-21	GH 2W-32-8-21	NWNE	32	080S	210E	4304733744	13029	State	GW	P
GH 4W-32-8-21	GH 4W-32-8-21	NWNW	32	080S	210E	4304733745	13035	State	GW	P
GH 8W-32-8-21	GH 8W-32-8-21	SENE	32	080S	210E	4304733746	13030	State	GW	P
GB 3W-16-8-22	OU GB 3W 16 8 22	NENW	16	080S	220E	4304733751	13577	State	GW	P
GB 5W-16-8-22	OU GB 5W 16 8 22	SWNW	16	080S	220E	4304733752	13570	State	GW	P
GH 6W-32-8-21	GH 6W-32-8-21	SENW	32	080S	210E	4304733753	13036	State	GW	P
GB 11W-16-8-22	OU GB 11W 16 8 22	NESW	16	080S	220E	4304733754	13582	State	GW	P
GH 5G-32-8-21	GH 5G-32-8-21	SWNW	32	080S	210E	4304733866	13037	State	OW	P
GB 1W-36-8-21	GB 1W-36-8-21	NENE	36	080S	210E	4304733944	13439	State	GW	P
WV 7W-36-7-21	WV 7W-36-7-21	SWNE	36	070S	210E	4304734065	13334	State	GW	TA
WV 9W-36-7-21	WV 9W-36-7-21	NESE	36	070S	210E	4304734066	13331	State	GW	TA
WV 9W-16-7-21	WV 9W-16-7-21	NESE	16	070S	210E	4304734324		State	GW	LA
OU GB 4W-16-8-22	OU GB 4W-16-8-22	NWNW	16	080S	220E	4304734598	13579	State	GW	P
OU GB 10W-16-8-22	OU GB 10W-16-8-22	NWSE	16	080S	220E	4304734616		State	GW	LA
OU GB 12W-16-8-22	OU GB 12W-16-8-22	NWSW	16	080S	220E	4304734617	13697	State	GW	P
OU GB 13W-16-8-22	OU GB 13W-16-8-22	SWSW	16	080S	220E	4304734618	13611	State	GW	P
GB 14MU-16-8-22	GB 14MU-16-8-22	SESW	16	080S	220E	4304734619	14196	State	GW	P
OU GB 15W-16-8-22	OU GB 15W-16-8-22	SWSE	16	080S	220E	4304734622	13595	State	GW	P
OU GB 16W-16-8-22	OU GB 16W-16-8-22	SESE	16	080S	220E	4304734655	13815	State	GW	P
OU GB 2W-16-8-22	OU GB 2W-16-8-22	NWNE	16	080S	220E	4304734657	13721	State	GW	P
OU GB 6W-16-8-22	OU GB 6W-16-8-22	SENW	16	080S	220E	4304734658	13592	State	GW	P
OU GB 8W-16-8-22	OU GB 8W-16-8-22	SENE	16	080S	220E	4304734660	13769	State	GW	TA
OU GB 9W-16-8-22	OU GB 9W-16-8-22	NESE	16	080S	220E	4304734692		State	GW	LA
OU GB 15G-16-8-22	OU GB 15G-16-8-22	SWSE	16	080S	220E	4304734829	13777	State	OW	S
GB 7MU-36-8-21	GB 7MU-36-8-21	SWNE	36	080S	210E	4304734893	14591	State	GW	P
GB 3W-36-8-21	GB 3W-36-8-21	NENW	36	080S	210E	4304734894	13791	State	GW	P
NC 8M-32-8-22	NC 8M-32-8-22	SENE	32	080S	220E	4304734897		State	GW	LA
NC 3M-32-8-22	NC 3M-32-8-22	NENW	32	080S	220E	4304734899		State	GW	LA

Original Well Name	Well Name & No.	Q/Q	SEC	TWP	RNG	API	Entity	Lease	Well Type	Status
GB 5W-36-8-21	GB 5W-36-8-21	SWNW	36	080S	210E	4304734925	13808	State	GW	P
GB 4MU-36-8-21	GB 4MU-36-8-21	NWNW	36	080S	210E	4304734926	14589	State	GW	P
NC 11M-32-8-22	NC 11M-32-8-22	NESW	32	080S	220E	4304735040		State	GW	LA
GB 5SG-36-8-21	GB 5SG-36-8-21	SWNW	36	080S	210E	4304735155	14015	State	GW	P
SC 13ML-16-10-23	SC 13ML-16-10-23	SWSW	16	100S	230E	4304735281	14036	State	GW	P
SC 3M-16-10-23	SC 3ML 16 10 23	NENW	16	100S	230E	4304735282	14014	State	GW	P
SC 11ML-16-10-23	SC 11ML-16-10-23	NESW	16	100S	230E	4304735311	14035	State	GW	P
BB E 15G-16-7-21	BBE 15G 16 7 21	SWSE	16	070S	210E	4304735408	14070	State	OW	P
WH 13G-2-7-24	WH 13G-2-7-24	SWSW	02	070S	240E	4304735484	14176	State	GW	TA
FR 9P-36-14-19	FR 9P-36-14-19	NWSW	31	140S	200E	4304735880	14310	State	GW	S
CB 13G-36-6-20	CB 13G-36-6-20	SWSW	36	060S	200E	4304735969		State	OW	LA
WH 2G-2-7-24	WH 2G-2-7-24	NWNE	02	070S	240E	4304736259		State	GW	APD
WH 4G-2-7-24	WH 4G-2-7-24	NWNW	02	070S	240E	4304736261		State	GW	APD
FR 1P-36-14-19	FR 1P-36-14-19	NWNW	31	140S	200E	4304736300	14859	State	GW	S
WK 3ML-2-9-24	WK 3ML-2-9-24	NENW	02	090S	240E	4304736723		State	GW	APD
WK 7ML-2-9-24	WK 7ML-2-9-24	SWNE	02	090S	240E	4304736724		State	GW	APD
SC 5ML-16-10-23	SC 5ML-16-10-23	SWNW	16	100S	230E	4304736877	15125	State	GW	P
SC 12ML-16-10-23	SC 12ML-16-10-23	NWSW	16	100S	230E	4304736878	15053	State	GW	P
SC 14ML-16-10-23	SC 14ML-16-10-23	SESW	16	100S	230E	4304736908	15070	State	GW	P
SC 4ML-16-10-23	SC 4ML-16-10-23	NWNW	16	100S	230E	4304736912	15208	State	GW	P
FR 3P-36-14-19	FR 3P-36-14-19	NWNW	36	140S	190E	4304737376	15736	State	GW	DRL
BBE 9W-16-7-21	BBE 9W-16-7-21	NESE	16	070S	210E	4304737745		State	GW	APD
GB 10ML-16-8-22	GB 10ML-16-8-22	NWSE	16	080S	220E	4304737943		State	GW	APD
GB 9ML-16-8-22	GB 9ML-16-8-22	NESE	16	080S	220E	4304737944	15851	State	GW	DRL
FR 11P-36-14-19	FR 11P-36-14-19	NWSW	36	140S	190E	4304738349		State	GW	DRL
GB 4SG-36-8-21	GB 4SG-36-8-21	NWNW	36	080S	210E	4304738764		State	GW	APD
GB 7SG-36-8-21	GB 7SG-36-8-21	SWNE	36	080S	210E	4304738765		State	GW	APD

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: see attached
2. NAME OF OPERATOR: QUESTAR EXPLORATION AND PRODUCTION COMPANY		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: see attached
3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 CITY Denver STATE CO ZIP 80265		7. UNIT or CA AGREEMENT NAME: see attached
PHONE NUMBER: (303) 308-3068		8. WELL NAME and NUMBER: see attached
4. LOCATION OF WELL FOOTAGES AT SURFACE: attached		9. API NUMBER: attached
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		10. FIELD AND POOL, OR WILDCAT:

COUNTY: Uintah

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 1/1/2007	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Operator Name Change
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective January 1, 2007 operator of record, QEP Uinta Basin, Inc., will hereafter be known as QUESTAR EXPLORATION AND PRODUCTION COMPANY. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:

Federal Bond Number: 965002976 (BLM Reference No. ESB000024)

Utah State Bond Number: 965003033

Fee Land Bond Number: 965003033

Current operator of record, QEP UINTA BASIN, INC., hereby resigns as operator of the properties as described on the attached list.

Jay B. Neese, Executive Vice President, QEP Uinta Basin, Inc.

Successor operator of record, QUESTAR EXPLORATION AND PRODUCTION COMPANY, hereby assumes all rights, duties and obligations as operator of the properties as described on the attached list

Jay B. Neese, Executive Vice President
Questar Exploration and Production Company

NAME (PLEASE PRINT) Debra K. Stanberry TITLE Supervisor, Regulatory Affairs
SIGNATURE DATE 3/16/2007

(This space for State use only)

RECEIVED

APR 19 2007

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL ☐ GAS WELL ☐ OTHER _____

2. NAME OF OPERATOR:
QUESTAR EXPLORATION AND PRODUCTION COMPANY

3. ADDRESS OF OPERATOR: 1050 17th Street Suite 500 City: Denver STATE: CO ZIP: 80265 PHONE NUMBER: (303) 308-3068

4. LOCATION OF WELL

FOOTAGES AT SURFACE: attached

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>1/1/2007</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Well Name Changes</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

PER THE ATTACHED LIST OF WELLS, QUESTAR EXPLORATION AND PRODUCTION COMPANY REQUESTS THAT THE INDIVIDUAL WELL NAMES BE UPDATED IN YOUR RECORDS.

NAME (PLEASE PRINT) Debra K. Stanberry

TITLE Supervisor, Regulatory Affairs

SIGNATURE

DATE 4/17/2007

(This space for State use only)

RECEIVED

APR 19 2007

DIV. OF OIL, GAS & MINING

OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING

CDW

Change of Operator (Well Sold)

X - Operator Name Change

The operator of the well(s) listed below has changed, effective:

6/14/2010**FROM: (Old Operator):**

N5085-Questar Exploration and Production Company
1050 17th St, Suite 500
Denver, CO 80265

Phone: 1 (303) 308-3048

TO: (New Operator):

N3700-QEP Energy Company
1050 17th St, Suite 500
Denver, CO 80265

Phone: 1 (303) 308-3048

CA No.**Unit:**

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 6/28/2010
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 6/28/2010
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 6/24/2010
- Is the new operator registered in the State of Utah: Business Number: 764611-0143
- (R649-9-2) Waste Management Plan has been received on: Requested
- Inspections of LA PA state/fee well sites complete on: n/a
- Reports current for Production/Disposition & Sundries on: ok
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM 8/16/2010 BIA not yet
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: 8/16/2010
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: 6/29/2010

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 6/30/2010
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 6/30/2010
- Bond information entered in RBDMS on: 6/30/2010
- Fee/State wells attached to bond in RBDMS on: 6/30/2010
- Injection Projects to new operator in RBDMS on: 6/30/2010
- Receipt of Acceptance of Drilling Procedures for APD/New on: n/a

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: ESB000024
- Indian well(s) covered by Bond Number: 965010693
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 965010695
- The **FORMER** operator has requested a release of liability from their bond on: n/a

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: n/a

COMMENTS:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1 TYPE OF WELL OIL WELL ☐ GAS WELL ☐ OTHER _____

2 NAME OF OPERATOR:
Questar Exploration and Production Company *N5085*

3 ADDRESS OF OPERATOR:
1050 17th Street, Suite 500 City: Denver STATE: CO ZIP: 80265 PHONE NUMBER: (303) 672-6900

4 LOCATION OF WELL
FOOTAGES AT SURFACE: See attached

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

5. LEASE DESIGNATION AND SERIAL NUMBER:
See attached

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
See attached

7. UNIT or CA AGREEMENT NAME:
See attached

8. WELL NAME and NUMBER:
See attached

9. API NUMBER:
Attached

10. FIELD AND POOL, OR WILDCAT:
See attached

COUNTY: Attached

STATE: UTAH

11 CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: <u>6/14/2010</u>	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Operator Name Change</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective June 14, 2010 Questar Exploration and Production Company changed its name to QEP Energy Company. This name change involves only an internal corporate name change and no third party change of operator is involved. The same employees will continue to be responsible for operations of the properties described on the attached list. All operations will continue to be covered by bond numbers:

Federal Bond Number: 965002976 (BLM Reference No. ESB000024) *N3700*

Utah State Bond Number: ~~965003033~~

Fee Land Bond Number: ~~965003033~~ *965010695*

BIA Bond Number: ~~799446~~ *965010693*

The attached document is an all inclusive list of the wells operated by Questar Exploration and Production Company. As of June 14, 2010 QEP Energy Company assumes all rights, duties and obligations as operator of the properties as described on the list

NAME (PLEASE PRINT) Morgan Anderson

SIGNATURE

TITLE Regulatory Affairs Analyst

DATE 6/23/2010

(This space for State use only)

RECEIVED

JUN 28 2010

DIV. OF OIL, GAS & MINING

(See Instructions on Reverse Side)

APPROVED *6/30/2009*

Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

Questar Exploration Production Company (N5085) to QEP Energy Company (N3700)
effective June 14, 2010

well_name	sec	tpw	rng	api	entity	mineral lease	type	stat	C
Wr 16G-32-10-17	32	100S	170E	4301350370		State	OW	NEW	C
STATE 1	36	070S	240E	4304715128	5878	State	GW	P	
KAYE STATE 1-16	16	100S	230E	4304730609	5395	State	GW	P	
TOLL STATION ST 8-36-8-21	36	080S	210E	4304732724	12361	State	GW	S	
GB 8A-36-8-21	36	080S	210E	4304733037	12377	State	GW	P	
GB 6-36-8-21	36	080S	210E	4304733038	12378	State	GW	P	
GB 2-36-8-21	36	080S	210E	4304733252	12527	State	GW	P	
GH 1W-32-8-21	32	080S	210E	4304733570	12797	State	GW	P	
GH 3W-32-8-21	32	080S	210E	4304733571	12796	State	GW	P	
GH 5W-32-8-21	32	080S	210E	4304733572	12828	State	GW	P	
GH 7W-32-8-21	32	080S	210E	4304733573	12872	State	GW	P	
GH 2W-32-8-21	32	080S	210E	4304733744	13029	State	GW	P	
GH 4W-32-8-21	32	080S	210E	4304733745	13035	State	GW	P	
GH 8W-32-8-21	32	080S	210E	4304733746	13030	State	GW	P	
OU GB 3W-16-8-22	16	080S	220E	4304733751	13577	State	GW	P	
OU GB 5W-16-8-22	16	080S	220E	4304733752	13570	State	GW	P	
GH 6W-32-8-21	32	080S	210E	4304733753	13036	State	GW	P	
OU GB 11W-16-8-22	16	080S	220E	4304733754	13582	State	GW	P	
GH 5G-32-8-21	32	080S	210E	4304733866	13037	State	OW	P	
GB 1W-36-8-21	36	080S	210E	4304733944	13439	State	GW	P	
WV 2W-2-8-21	02	080S	210E	4304734034	13678	State	GW	P	
GB 6W-25-8-21	25	080S	210E	4304734121	13440	Fee	GW	P	
GB 7W-25-8-21	25	080S	210E	4304734122	13436	Fee	GW	P	
WV 9W-16-7-21	16	070S	210E	4304734324		State	GW	LA	
OU GB 11W-30-8-22	30	080S	220E	4304734392	13433	Fee	GW	P	
OU GB 4W-16-8-22	16	080S	220E	4304734598	13579	State	GW	P	
OU GB 10W-16-8-22	16	080S	220E	4304734616		State	GW	LA	
OU GB 12W-16-8-22	16	080S	220E	4304734617	13697	State	GW	P	
OU GB 13W-16-8-22	16	080S	220E	4304734618	13611	State	GW	P	
GB 14MU-16-8-22	16	080S	220E	4304734619	14196	State	GW	P	
OU GB 15W-16-8-22	16	080S	220E	4304734622	13595	State	GW	P	
OU GB 16W-16-8-22	16	080S	220E	4304734655	13815	State	GW	P	
OU GB 2W-16-8-22	16	080S	220E	4304734657	13721	State	GW	P	
OU GB 6W-16-8-22	16	080S	220E	4304734658	13592	State	GW	P	
OU GB 8W-16-8-22	16	080S	220E	4304734660	13769	State	GW	TA	
OU GB 9W-16-8-22	16	080S	220E	4304734692		State	GW	LA	
OU GB 15G-16-8-22	16	080S	220E	4304734829	13777	State	OW	S	
GB 7MU-36-8-21	36	080S	210E	4304734893	14591	State	GW	P	
GB 3W-36-8-21	36	080S	210E	4304734894	13791	State	GW	P	
NC 8M-32-8-22	32	080S	220E	4304734897		State	GW	LA	
NC 3M-32-8-22	32	080S	220E	4304734899		State	GW	LA	
GB 5W-36-8-21	36	080S	210E	4304734925	13808	State	GW	P	
GB 4MU-36-8-21	36	080S	210E	4304734926	14589	State	GW	P	
NC 11M-32-8-22	32	080S	220E	4304735040		State	GW	LA	
GB 5SG-36-8-21	36	080S	210E	4304735155	14015	State	GW	P	
SC 13ML-16-10-23	16	100S	230E	4304735281	14036	State	GW	P	
SC 3ML-16-10-23	16	100S	230E	4304735282	14014	State	GW	P	
SC 11ML-16-10-23	16	100S	230E	4304735311	14035	State	GW	P	
WH 13G-2-7-24	02	070S	240E	4304735484	14176	State	D	PA	
FR 9P-36-14-19	31	140S	200E	4304735880	14310	State	GW	P	
CB 13G-36-6-20	36	060S	200E	4304735969		State	OW	LA	

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695

Questar Exploration Production Company (N5085) to QEP Energy Company (N3700)
effective June 14, 2010

well_name	sec	twp	rng	api	entity	mineral lease	type	stat	C
WH 2G-2-7-24	02	070S	240E	4304736259		State	GW	LA	
WH 4G-2-7-24	02	070S	240E	4304736261		State	GW	LA	
FR 1P-36-14-19	31	140S	200E	4304736300	14859	State	GW	P	
WK 3ML-2-9-24	02	090S	240E	4304736723		State	GW	LA	
WK 7ML-2-9-24	02	090S	240E	4304736724		State	GW	LA	
SC 5ML-16-10-23	16	100S	230E	4304736877	15125	State	GW	P	
SC 12ML-16-10-23	16	100S	230E	4304736878	15053	State	GW	P	
SC 14ML-16-10-23	16	100S	230E	4304736908	15070	State	GW	P	
SC 4ML-16-10-23	16	100S	230E	4304736912	15208	State	GW	P	
FR 3P-36-14-19	36	140S	190E	4304737376	15736	State	GW	P	
BZ 12ML-16-8-24	16	080S	240E	4304737670		State	GW	LA	
BZ 10D-16-8-24	16	080S	240E	4304737671	15979	State	GW	S	
BZ 14ML-16-8-24	16	080S	240E	4304737672		State	GW	LA	
BBE 9W-16-7-21	16	070S	210E	4304737745		State	GW	LA	
GB 10ML-16-8-22	16	080S	220E	4304737943		State	GW	LA	
GB 9ML-16-8-22	16	080S	220E	4304737944	15851	State	GW	P	
HR 2MU-2-12-23	02	120S	230E	4304738052		State	GW	LA	
HR 3MU-2-12-23	02	120S	230E	4304738053		State	GW	LA	
HR 6MU-2-12-23	02	120S	230E	4304738054		State	GW	LA	
HR 10MU-2-12-23	02	120S	230E	4304738055	15737	State	GW	S	
HR 12MU-2-12-23	02	120S	230E	4304738056		State	GW	LA	
HR 14MU-2-12-23	02	120S	230E	4304738057		State	GW	LA	
HR 16MU-2-12-23	02	120S	230E	4304738058		State	GW	LA	
FR 11P-36-14-19	36	140S	190E	4304738349	15899	State	GW	P	
GB 4SG-36-8-21	36	080S	210E	4304738764	16142	State	GW	P	
GB 7SG-36-8-21	36	080S	210E	4304738765	16144	State	GW	P	
WF 3D-32-15-19	32	150S	190E	4304738877		State	GW	APD	C
SCS 5C-32-14-19	32	140S	190E	4304738963	16759	State	GW	P	
FR 7P-36-14-19	31	140S	200E	4304738992	15955	State	GW	P	
SCS 10C-16-15-19	16	150S	190E	4304739683	16633	State	GW	P	
FR 6P-16-14-19	16	140S	190E	4304740350		State	GW	APD	C

Bonds: BLM = ESB000024

BIA = 956010693

State = 965010695